

BRADLEY EDWARD

Form 4

October 07, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRADLEY EDWARD

2. Issuer Name and Ticker or Trading Symbol
NEOGEN CORP [NEOG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/05/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Vice President

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership: Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	10/05/2010		M	503 A \$ 13.553	110,023	D	
Common Stock	10/05/2010		S	503 D \$ 34.0516	109,520	D	
Common Stock	10/05/2010		M	5,391 A \$ 18.186	114,911	D	
Common Stock	10/05/2010		S	5,391 D \$ 34.0516	109,520	D	
Common Stock	10/06/2010		M	328 A \$ 18.186	109,848	D	

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Common Stock	10/06/2010	S	328	D	\$ 34.05	109,520	D	
Common Stock						14,012	I	Held in Neogen Corporation 401-K Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Common Stock Option (Right to buy)	\$ 13.553	10/05/2010		M	503	<u>(1)</u> 08/09/2012	Common Stock	503
Common Stock Option (Right to buy)	\$ 18.186	10/05/2010		M	5,391	<u>(2)</u> 08/15/2013	Common Stock	5,391
Common Stock Option (Right to buy)	\$ 18.186	10/06/2010		M	328	<u>(2)</u> 08/15/2013	Common Stock	328

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

BRADLEY EDWARD

Vice President

Signatures

Richard R, Current (Attorney
in fact)

10/07/2010

__Signature of Reporting Person

__Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options were granted 8/9/07 as NQ options and became exercisable 20% yearly thereafter
- (2) The options were granted 8/15/08 as NQ options and became exercisable 20% yearly thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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