

NEOGEN CORP
 Form 4
 April 02, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Last) (First) (Middle)

(Street)

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/31/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)

Vice President

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

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/31/2014		M		13,834	A	\$ 13.0356
Common Stock	03/31/2014		S		13,834	D	\$ 45.009
Common Stock	03/31/2014		M		500	A	\$ 6.0578
Common Stock	03/31/2014		S		500	D	\$ 45.14
Common Stock	04/01/2014		M		13,234	A	\$ 6.0578

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Common Stock	04/01/2014	S	13,234	D	\$ 45.2135	182,530	D
Common Stock	04/01/2014	M	13,454	A	\$ 6.0578	195,984	D
Common Stock	04/01/2014	S	13,454	D	\$ 45.1821	182,530	D

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

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(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)	Amount or Number of Shares
					V	(A) (D)	Date Exercisable	Expiration Date		
Common Stock (Right to Buy)	\$ 13.0356	03/31/2014		M		13,834	(1)	08/24/2014	Common Stock	13,834
Common Stock (Right to Buy)	\$ 6.0578	03/31/2014		M		500	(2)	12/21/2014	Common Stock	500
Common Stock (Right to Buy)	\$ 6.0578	04/01/2014		M		13,234	(2)	12/21/2014	Common Stock	13,234
Common Stock (Right to Buy)	\$ 6.0578	04/01/2014		M		13,454	(2)	12/21/2014	Common Stock	13,454

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

BRADLEY EDWARD

Vice President

Signatures

Steven J. Quinlan (Attorney in
Fact)

04/02/2014

_*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) Options were granted 8/24/2009, vest 20% annually in equal installments on the anniversary date of the grants, and expire on 8/24/2014

(2) Options were granted on 12/21/2004, and had a five year vesting period, and a 10 year life

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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