NEOGEN CORP Form 4 August 27, 2014

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or ENEFICIAL OWNERSHIP OF

Kullinger.

January 31,
2005

Estimated average burden hours per response...

0.5

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

1(b).

Form 5

obligations

may continue.

See Instruction

(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			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(Check all applicable) Director 10% Owner				
			(Month/Day/Year) 08/25/2014				Director 10% Owner X Officer (give title Other (specify below)				
(Street) 4. If A			4. If Ame	f Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secu	rities Acqu	uired, Disposed of	, or Beneficiall	ly Owned	
1.Title of	2. Transaction Da			3.	4. Securi		•	5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year) Execution Date, if any		Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	Ownership Form: Direct	Indirect Beneficial		
(1115111-15)		•	Day/Year)	(Instr. 8)	(111011110)			Owned	(D) or	Ownership	
								Following Reported	Indirect (I) (Instr. 4)	(Instr. 4)	
						(A) or		Transaction(s)	(mstr. 1)		
				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	08/25/2014			M	7,198	A	\$ 13.036	189,728	D		
Common Stock	08/25/2014			S	7,198	D	\$ 43.387	182,530	D		

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

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SEC 1474

(9-02)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Right to Buy)	\$ 13.036	08/25/2014		M	7,198	<u>(1)</u>	08/29/2014	Common Stock	7,198

Reporting Owners

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

BRADLEY EDWARD

Vice President

Signatures

Steven J. Quinlan (Attorney in Fact) 08/27/2014

**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 on 8/24/2009, vest in equal annual installments on the anniversary date of the grant, and have five year lives.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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