PARNELL JACK C Form 4 May 13, 2013

## FORM 4

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

2. Issuer Name and Ticker or Trading

**OMB APPROVAL** OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

PARNELL JACK C			Symbol					Issuer				
			NEOGI	NEOGEN CORP [NEOG]				(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)					_X_ Director		Owner		
		05/09/2013						Officer (give title below) Other (specify below)				
	4. If Ame	endment, Da	ate Origina	ıl		6. Individual or Joint/Group Filing(Check						
	Filed				led(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	Secui	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	nsaction Date 2A. Deemed h/Day/Year) Execution Date, i any (Month/Day/Year			Code (Instr. 3, 4 and 5) (Instr. 8)				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	Transaction(s) (Instr. 3 and 4)				
Common Stock	05/09/2013			M	1,000	A	\$ 16.713	11,073	D			
Common Stock	05/09/2013			M	2,000	A	\$ 16.533	13,073	D			
Common Stock	05/09/2013			M	3,000	A	\$ 20.333	16,073	D			
Common Stock	05/09/2013			M	1,333	A	\$ 33.63	17,406	D			
Common Stock	05/09/2013			M	1,000	A	\$ 34.13	18,406	D			
	05/09/2013			S	3,619	D	\$ 52.5	14,787	D			

#### Edgar Filing: PARNELL JACK C - Form 4

# Common Stock

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 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)	\$ 16.713	05/09/2013		M	1,000	<u>(1)</u>	10/11/2017	Common Stock	1,000
Common Stock (Right to Buy)	\$ 16.533	05/09/2013		M	2,000	<u>(2)</u>	10/10/2018	Common Stock	2,000
Common Stock (Right to Buy)	\$ 20.333	05/09/2013		M	3,000	<u>(3)</u>	10/09/2019	Common Stock	3,000
Common Stock (Right to Buy)	\$ 33.63	05/09/2013		M	1,333	<u>(4)</u>	10/07/2020	Common Stock	1,333
Common Stock (Right to Buy)	\$ 34.13	05/09/2013		M	1,000	<u>(5)</u>	10/06/2021	Common Stock	1,000

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PARNELL JACK C

X

### **Signatures**

Steven J. Quinlan (Attorney in Fact)

05/13/2013

\*\*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 10-11-2007 and vested 33% annually over a three year period
- (2) Options were granted on 10-10-2008 and vested 33% annually over a three year period
- (3) Options were granted on 10-09-2009 and vested 33% annually over a three year period
- (4) Options were granted 10-06-2010 and vested 33% annually over a three year period
- (5) Options were granted on 10-6-2011 and vested 33% annually over a three year period

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.

Reporting Owners 3