

MERIDIAN BIOSCIENCE INC
Form 4
September 22, 2005

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 *
MOTTO WILLIAM J

2. Issuer Name and Ticker or Trading Symbol
MERIDIAN BIOSCIENCE INC
[VIVO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
09/21/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO

MERIDIAN BIOSCIENCE, INC, 3471 RIVER HILLS DRIVE

(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

CINCINNATI, OH 45244

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 12/23/2004 | | G | V | 12,600 ⁽³⁾ | D | \$ 0 |
| Common Stock | | | | | | I | 562,500 ⁽³⁾ |
| Common Stock | | | | | | I | 144,750 ⁽³⁾ |
| Common Stock | 09/21/2005 | | S | | 1,500,000 ⁽³⁾ ⁽⁶⁾ | D | \$ 17.5 ⁽⁷⁾ |
| Common Stock | | | | | | I | 300,000 ⁽³⁾ ⁽⁴⁾ |
| Common Stock | | | | | | I | 2,368,156 ⁽³⁾ ⁽⁴⁾ |
| | | | | | | | By partnership ⁽¹⁾ |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| MOTTO WILLIAM J MERIDIAN BIOSCIENCE, INC 3471 RIVER HILLS DRIVE CINCINNATI, OH 45244 | X | X | Chairman, CEO | |

Signatures

Melissa Lueke, Attorney-in-Fact for William J. Motto
Date: 09/22/2005

__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).

- The sole general partner of this limited partnership, Motto Vivo Family Limited Partnership, is Motto Management, LLC, which holds 1% of the Limited Partnership. (The 100% owner of Motto Management, LLC is William J. Motto and David H. Motto, Trustees under the
- (1) the William J. Motto Revocable Trust.) The only other limited partner is William J. Motto and David H. Motto, Trustees under the William J. Motto Revocable Trust. Mr. Motto disclaims beneficial ownership of Meridian's common stock held by the Limited Partnership except to the extent of his pecuniary interest therein.
 - (2) Shares held by the William J. Motto Irrevocable Family Trust. Mr. Motto disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

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- (3) Adjusted to reflect a 3-for-2 stock split by the Company effective September 2, 2005.
- (4) Share totals updated to reflect prior transfer of shares without consideration from the Motto Vivo Family Limited Partnership to an irrevocable trust over which Mr. Motto maintains beneficial ownership.
- (5) Shares held by an irrevocable trust over which Mr. Motto maintains beneficial ownership.
- (6) Shares sold in a public offering pursuant to an underwriting agreement dated September 16, 2005, under which the sale of shares was consummated on September 21, 2005.
- (7) Represents the price to public in the underwritten public offering and excludes underwriting discounts of \$0.875 per share.

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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