

PERRIGO CO  
Form 4  
August 21, 2008

**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 \*  
Tomshack James

(Last) (First) (Middle)

C/O PERRIGO COMPANY, 515  
EASTERN AVENUE

(Street)

ALLEGAN, MI 49010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PERRIGO CO [PRGO]

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

08/19/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Senior VP of CHC Sales

6. Individual or Joint/Group Filing(Check Applicable Line)

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  | (D)  | Price   |
| Common Stock                    | 08/19/2008                           |  | M                              |   | 16,000  | A  | \$ 15.505 20,500                                      |
| Common Stock                    | 08/19/2008                           |  | M                              |   | 10,000  | A  | \$ 9.84 30,500  |
| Common Stock                    | 08/19/2008                           |  | M                              |   | 10,000  | A  | \$ 13.9 40,500  |
| Common Stock                    | 08/19/2008                           |  | M                              |   | 4,000   | A  | \$ 15.47 44,500                                       |
| Common Stock                    | 08/19/2008                           |  | S                              |   | 22,200  | D  | \$ 35.5 22,300  |

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|              |            |   |       |   |            |        |   |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 08/19/2008 | S | 700   | D | \$ 35.51   | 21,600 | D |
| Common Stock | 08/19/2008 | S | 200   | D | \$ 35.515  | 21,400 | D |
| Common Stock | 08/19/2008 | S | 1,400 | D | \$ 35.52   | 20,000 | D |
| Common Stock | 08/19/2008 | S | 400   | D | \$ 35.525  | 19,600 | D |
| Common Stock | 08/19/2008 | S | 1,500 | D | \$ 35.53   | 18,100 | D |
| Common Stock | 08/19/2008 | S | 969   | D | \$ 35.535  | 17,131 | D |
| Common Stock | 08/19/2008 | S | 800   | D | \$ 35.54   | 16,331 | D |
| Common Stock | 08/19/2008 | S | 1,321 | D | \$ 35.5401 | 15,010 | D |
| Common Stock | 08/19/2008 | S | 1,400 | D | \$ 35.545  | 13,610 | D |
| Common Stock | 08/19/2008 | S | 1,000 | D | \$ 35.55   | 12,610 | D |
| Common Stock | 08/19/2008 | S | 1,300 | D | \$ 35.56   | 11,310 | D |
| Common Stock | 08/19/2008 | S | 600   | D | \$ 35.565  | 10,710 | D |
| Common Stock | 08/19/2008 | S | 100   | D | \$ 35.568  | 10,610 | D |
| Common Stock | 08/19/2008 | S | 100   | D | \$ 35.569  | 10,510 | D |
| Common Stock | 08/19/2008 | S | 200   | D | \$ 35.57   | 10,310 | D |
| Common Stock | 08/19/2008 | S | 500   | D | \$ 35.575  | 9,810  | D |
| Common Stock | 08/19/2008 | S | 600   | D | \$ 35.58   | 9,210  | D |
| Common Stock | 08/19/2008 | S | 4,210 | D | \$ 35.585  | 5,000  | D |
| Common Stock | 08/19/2008 | S | 300   | D | \$ 35.595  | 4,700  | D |
| Common Stock | 08/19/2008 | S | 200   | D | \$ 35.6    | 4,500  | D |

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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) |       |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title | Amount or Number of Shares |
| Employee Stock Option Right to Buy         | \$ 15.505  | 08/19/2008                           |  | M                              | 8,000   | 07/19/2002 07/19/2011                                    | Common  | 8,000 |                            |
| Employee Stock Option Right to Buy         | \$ 15.505  | 08/19/2008                           |  | M                              | 8,000   | 07/19/2003 07/19/2011                                    | Common  | 8,000 |                            |
| Employee Stock Option Right to Buy         | \$ 9.84  | 08/19/2008                           |  | M                              | 5,999   | 08/06/2004 08/06/2012                                    | Common  | 5,999 |                            |
| Employee Stock Option Right to Buy         | \$ 9.84  | 08/19/2008                           |  | M                              | 4,001   | 08/06/2005 08/06/2012                                    | Common  | 6,000 |                            |
| Employee Stock Option Right to Buy         | \$ 13.9  | 08/19/2008                           |  | M                              | 4,079   | 08/20/2004 08/20/2013                                    | Common  | 4,079 |                            |
| Employee Stock                             | \$ 13.9  | 08/19/2008                           |  | M                              | 4,079   | 08/20/2005 08/20/2013                                    | Common  | 4,079 |                            |

Option  
Right to  
Buy

Employee  
Stock

|        |         |            |   |       |            |            |        |       |
|--------|---------|------------|---|-------|------------|------------|--------|-------|
| Option | \$ 13.9 | 08/19/2008 | M | 1,842 | 08/20/2006 | 08/20/2013 | Common | 4,079 |
|--------|---------|------------|---|-------|------------|------------|--------|-------|

Employee  
Stock

|        |          |            |   |       |            |            |        |       |
|--------|----------|------------|---|-------|------------|------------|--------|-------|
| Option | \$ 15.47 | 08/19/2008 | M | 2,417 | 08/16/2007 | 08/16/2016 | Common | 2,417 |
|--------|----------|------------|---|-------|------------|------------|--------|-------|

Employee  
Stock

|        |          |            |   |       |            |            |        |       |
|--------|----------|------------|---|-------|------------|------------|--------|-------|
| Option | \$ 15.47 | 08/19/2008 | M | 1,583 | 08/16/2008 | 08/16/2016 | Common | 2,416 |
|--------|----------|------------|---|-------|------------|------------|--------|-------|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                        |       |
|--|---------------|-----------|------------------------|-------|
|  | Director      | 10% Owner | Officer                | Other |
| Tomshack James<br>C/O PERRIGO COMPANY<br>515 EASTERN AVENUE<br>ALLEGAN, MI 49010 |               |           | Senior VP of CHC Sales |       |

## Signatures

James C. Tomshack 08/20/2008

\_\_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).

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.