

PERRIGO CO

Form 4

August 21, 2008

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

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

OMB APPROVAL

OMB
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(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
__X__ Officer (give title below) ____ Other (specify below)

Senior VP of CHC Sales

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

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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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(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 Right to Buy	\$ 13.9	08/19/2008	M	1,842	08/20/2006	08/20/2013	Common	4,079
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Employee Stock

Option Right to Buy	\$ 15.47	08/19/2008	M	2,417	08/16/2007	08/16/2016	Common	2,417
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Employee Stock

Option	\$ 15.47	08/19/2008	M	1,583	08/16/2008	08/16/2016	Common	2,416
Right to Buy								

Reporting Owners

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

Signatures

James C.
Tomshack

____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.