

Farrington Thomas
Form 4
August 29, 2011

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 *
Farrington Thomas

(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)
08/25/2011

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) below)

Senior VP and CIO

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)
Common Stock	08/25/2011		M	2,515 A	\$ 90.94 4,418	D	
Common Stock	08/25/2011		F	775 D	\$ 90.94 3,643	D	
Common Stock	08/25/2011		M	1,582 A	\$ 90.94 5,225	D	
Common Stock	08/25/2011		F	488 D	\$ 90.94 4,737	D	
Common Stock	08/25/2011		M	1,658 A	\$ 35.85 6,395	D	

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Common Stock	08/25/2011	M	1,733	A	\$ 30.06	8,128	D
Common Stock	08/25/2011	S ⁽³⁾	2,191	D	\$ 91.0395 (4)	5,937	D
Common Stock	08/25/2011	S ⁽³⁾	1,000	D	\$ 92.171 (5)	4,937	D
Common Stock	08/25/2011	S ⁽³⁾	200	D	\$ 93.38	4,737	D
Common Stock	08/26/2011	S ⁽³⁾	1,000	D	\$ 88.861 (6)	3,737	D
Common Stock	08/26/2011	S ⁽³⁾	1,694	D	\$ 90.245 (7)	2,043	D
Common Stock	08/26/2011	S ⁽³⁾	140	D	\$ 91.24	1,903	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)

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
Restricted Stock Units	(1)	08/25/2011		M	2,515	08/25/2011 08/25/2011	Common Stock 2,515
Restricted Stock Units	(2)	08/25/2011		M	1,582	08/25/2011 08/25/2011	Common Stock 1,582
Employee Stock Option	\$ 35.85	08/25/2011		M	1,658	08/25/2011 08/25/2018	Common Stock 1,658

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Right to
Buy

Employee
Stock

Option	\$ 30.06	08/25/2011		M	1,733	08/25/2011	08/25/2019	Common Stock	1,733
Right to Buy									

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Farrington Thomas C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010	Senior VP and CIO

Signatures

Thomas
Farrington

08/29/2011

__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) Vesting of Performance-based Restricted Stock Units granted on August 25, 2008.
- (2) Vesting of Restricted Stock Units granted on August 25, 2008.
- (3) This transaction was effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on March 4, 2011. This 10b5-1 sales plan will expire on the close of business February 16, 2012.

The price in column 4 is a weighted average. The prices actually received ranged from \$88.58 to \$89.58. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- (4) The price in column 4 is a weighted average. The prices actually received ranged from \$89.58 to \$90.77. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- (5) The price in column 4 is a weighted average. The prices actually received ranged from \$88.49 to \$88.37. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- (6) The price in column 4 is a weighted average. The prices actually received ranged from \$88.80 to \$90.58. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.
- (7) The price in column 4 is a weighted average. The prices actually received ranged from \$88.80 to \$90.58. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

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.