

PERRIGO CO

Form 4

November 18, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JANDERNOA MICHAEL J

(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)
08/27/2009

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)

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	(A) or (D)	Price		
Common Stock	08/27/2009		G	V	8,970	D	\$ 0	2,520,000	I By Trust. (1)
Common Stock	08/28/2009		G	V	760	D	\$ 0	2,519,240	I By Trust. (1)
Common Stock	09/01/2009		G	V	3,084	D	\$ 0	2,516,156	I By Trust. (1)
Common Stock	09/02/2009		G	V	1,528	D	\$ 0	2,514,628	I By Trust. (1)
Common Stock	09/03/2009		G	V	3,342	D	\$ 0	2,511,286	I By Trust. (1)

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Common Stock	11/03/2009	G	V	8,650	D	\$ 0	2,502,636	I	By Trust. (1)
Common Stock	11/09/2009	G	V	4,286	D	\$ 0	2,366,250 (3)	I	By Trust. (1)
Common Stock	11/16/2009	G	V	4,346	D	\$ 0	2,361,904	I	By Trust. (1)
Common Stock	11/16/2009	J(2)		337,670	D	\$ 39.6643	2,024,234	I	By Trust. (1)
Common Stock							5,115	D	
Common Stock							132,100	I	By Trust. (3)
Common Stock							183,838	I	By Trust. (4) (5)
Common Stock							132,100	I	By Trust. (5)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Variable Prepaid Stock Purchase Agreements (6)	\$ 39.6643	11/16/2009		J ⁽²⁾		337,670		11/16/2009	11/16/2009	Common Stock	385

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

JANDERNOA MICHAEL J
C/O PERRIGO COMPANY X
515 EASTERN AVENUE
ALLEGAN, MI 49010

Signatures

Todd Kingma, Power of Attorney for Michael J.
Jandernoa

11/18/2009

__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) Michael J. Jandernoa Trust of which the reporting person is the Trustee.

(2) See attached page.

On November 3, 2009, the Michael J. Jandernoa Trust contributed 132,100 shares of common stock of Perrigo Company ("Common Stock") to the Michael J. Jandernoa 2009 2-Year Grantor Trust. The Michael J. Jandernoa 2009 2-Year Grantor Trust directly holds 132,100 shares of Common Stock.

(4) Susan M. Jandernoa Trust of which Mrs. Jandernoa is the Trustee.

On November 3, 2009, the Susan M. Jandernoa Trust contributed 132,100 shares of Common Stock to the Susan M. Jandernoa 2009 2-Year Grantor Trust. The Susan M. Jandernoa 2009 2-Year Grantor Trust directly holds 132,100 shares of Common Stock.

(6) Variable Prepaid Stock Purchase Agreements (Right and Obligation to Sell).

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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