

PERRIGO CO
Form 4
November 18, 2009

FORM 4

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

OMB APPROVAL

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

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Variable Prepaid Stock Purchase Agreements <u>(6)</u>	\$ 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.
- (5) 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. 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.