

Kochan Sharon
Form 4
August 29, 2012

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 *
Kochan Sharon

(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)
08/27/2012

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)

Executive VP U.S. Generics

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	08/27/2012		M		4,970	A	\$ 110.66	9,277	D
Common Stock	08/27/2012		F		1,987	D	\$ 110.66	7,290	D
Common Stock	08/27/2012		M		2,994	A	\$ 110.66	10,284	D
Common Stock	08/27/2012		F		1,384	D	\$ 110.66	8,900	D
Common Stock	08/27/2012		M		2,693	A	\$ 30.06	11,593	D

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Common Stock	08/27/2012	S	2,693	D	\$ 110.55	8,900	D
Common Stock	08/27/2012	S	688	D	\$ 109.17	8,212	D
Common Stock	08/28/2012	S	3,352	D	\$ 110.8	4,860	D

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
Restricted Stock Units	<u>(1)</u>	08/27/2012		M	4,970	08/27/2012 08/27/2012	Common Stock 4,970
Restricted Stock Units	<u>(2)</u>	08/27/2012		M	2,994	08/27/2012 08/27/2012	Common Stock 2,994
Employee Stock Option Right to Buy	\$ 30.06	08/27/2012		M	2,693	08/25/2012 08/25/2019	Common Stock 2,693

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Kochan Sharon C/O PERRIGO COMPANY	Executive VP U.S. Generics

515 EASTERN AVENUE
ALLEGAN, MI 49010

Signatures

Penny Bursma, Power of Attorney for Sharon
Kochan

08/29/2012

__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, 2009.

(2) Vesting of Restricted Stock Units granted on August 25, 2009.

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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