

Shah Jatin  
Form 4  
August 25, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Shah Jatin

2. Issuer Name and Ticker or Trading Symbol  
PERRIGO CO [PRGO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O PERRIGO COMPANY, 515  
EASTERN AVENUE

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/23/2011

\_\_\_\_ Director  
 Officer (give title below) Sr VP & Chief Scientific Offic  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

(Street)  
ALLEGAN, MI 49010

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	08/24/2011		S		2,000	D	\$ 92.1612 2,477
							(3)

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)**

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Right to Buy	\$ 90.65	08/23/2011		A	1,074	08/23/2012 08/23/2021	Common Stock	1,074	
Employee Stock Option Right to Buy	\$ 90.65	08/23/2011		A	1,073	08/23/2013 08/23/2021	Common Stock	1,073	
Employee Stock Option Right to Buy	\$ 90.65	08/23/2011		A	1,073	08/23/2014 08/23/2021	Common Stock	1,073	
Restricted Stock Units	(1)	08/23/2011		A(2)	794	08/23/2014 08/23/2014	Common Stock	794	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shah Jatin C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010			Sr VP & Chief Scientific Officer	

## Signatures

Penny Bursma, Power of Attorney for Jatin Shah  
08/25/2011

\_\_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) Each Restricted Stock Unit represents a contingent right to receive one share of Perrigo Company common stock.
- (2) Restricted Stock Units awarded Mr. Shah in his capacity as Sr. Vice President and Chief Scientific Officer, pursuant to the 2008 Long-Term Incentive Plan.

The price in column 4 is a weighted average. The prices actually received ranged from \$92.12 to \$92.21. For all transactions reported in

- (3) 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.