

PERRIGO CO  
Form 4  
August 31, 2009

**FORM 4**

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

OMB APPROVAL

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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 \*  
**MORRIS HERMAN JR**

(Last) (First) (Middle)

**C/O PERRIGO COMPANY, 515  
EASTERN AVENUE**

(Street)

**ALLEGAN, MI 490101**

(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 (D) Price                                                |                                                                                               |                                                          |                                                       |
| Common Stock                    | 08/27/2009                           |                                                    | S                              | 4,576 D \$ 29.4755 (1)                                            | 13,280                                                                                        | D                                                        |                                                       |
| Common Stock                    | 08/28/2009                           |                                                    | M                              | 5,000 A \$ 8.6562                                                 | 18,280                                                                                        | D                                                        |                                                       |
| Common Stock                    | 08/28/2009                           |                                                    | S                              | 5,000 D \$ 29.68                                                  | 13,280                                                                                        | D                                                        |                                                       |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 1,000                                                                                         | I                                                        | Custodian (2)                                         |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 1,000                                                                                         | I                                                        | Custodian (3)                                         |

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Common Stock 1,000 I Custodian (4)

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 (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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Director Stock Option Right to Buy         | \$ 8.6562                                              | 08/28/2009                           |                                                    | M                              | 5,000                                                                          | 12/07/2000 12/07/2009                                    | Common                                                        | 5,000                         |

Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |         |       |
|-------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                     | Director      | 10% Owner | Officer | Other |
| MORRIS HERMAN JR<br>C/O PERRIGO COMPANY<br>515 EASTERN AVENUE<br>ALLEGAN, MI 490101 | X             |           |         |       |

Signatures

Herman Morris, Jr. 08/31/2009

\*\*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).

The price in column 4 is a weighted average. The prices actually received ranged from \$29.47 to \$29.51. For all transactions reported in (1) 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.

(2) Shares purchased as custodian to minor children for son, Geoffrey Morris

(3) Shares purchased as custodian to children for daughter, Amanda Morris

(4) Shares purchased as custodian to children for son, Patrick Morris

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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