

Farrington Thomas  
 Form 4  
 August 29, 2011

**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 \*  
 Farrington Thomas

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)  
 08/25/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Senior VP and CIO

(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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	08/25/2011		M		2,515	A	\$ 90.94 4,418 D
Common Stock	08/25/2011		F		775	D	\$ 90.94 3,643 D
Common Stock	08/25/2011		M		1,582	A	\$ 90.94 5,225 D
Common Stock	08/25/2011		F		488	D	\$ 90.94 4,737 D
Common Stock	08/25/2011		M		1,658	A	\$ 35.85 6,395 D

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Common Stock	08/25/2011	M	1,733	A	\$ 30.06	8,128	D
Common Stock	08/25/2011	S <sup>(3)</sup>	2,191	D	\$ 91.0395 (4)	5,937	D
Common Stock	08/25/2011	S <sup>(3)</sup>	1,000	D	\$ 92.171 (5)	4,937	D
Common Stock	08/25/2011	S <sup>(3)</sup>	200	D	\$ 93.38	4,737	D
Common Stock	08/26/2011	S <sup>(3)</sup>	1,000	D	\$ 88.861 (6)	3,737	D
Common Stock	08/26/2011	S <sup>(3)</sup>	1,694	D	\$ 90.245 (7)	2,043	D
Common Stock	08/26/2011	S <sup>(3)</sup>	140	D	\$ 91.24	1,903	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	08/25/2011		M	2,515	08/25/2011 08/25/2011	Common Stock	2,515	
Restricted Stock Units	(2)	08/25/2011		M	1,582	08/25/2011 08/25/2011	Common Stock	1,582	
Employee Stock Option	\$ 35.85	08/25/2011		M	1,658	08/25/2011 08/25/2018	Common Stock	1,658	

Right to Buy

Employee Stock

Option	\$ 30.06	08/25/2011	M	1,733	08/25/2011	08/25/2019	Common Stock	1,733
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Farrington Thomas C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010			Senior VP and CIO	

## Signatures

Thomas  
Farrington  
08/29/2011

\*\*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) Vesting of Performance-based Restricted Stock Units granted on August 25, 2008.
- (2) Vesting of Restricted Stock Units granted on August 25, 2008.
- (3) This transaction was effected pursuant to a Rule 10b5-1 sales plan adopted by the reporting person on March 4, 2011. This 10b5-1 sales plan will expire on the close of business February 16, 2012.  
The price in column 4 is a weighted average. The prices actually received ranged from \$88.58 to \$89.58. For all transactions reported in 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.
- (5) The price in column 4 is a weighted average. The prices actually received ranged from \$89.58 to \$90.77. For all transactions reported in 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.
- (6) The price in column 4 is a weighted average. The prices actually received ranged from \$88.49 to \$88.37. For all transactions reported in 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.
- (7) The price in column 4 is a weighted average. The prices actually received ranged from \$88.80 to \$90.58. For all transactions reported in 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.