

NEOGEN CORP  
Form 8-K  
October 12, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 7, 2010

**NEOGEN CORPORATION**

(Exact name of registrant as specified in its charter)

**MICHIGAN**  
(State or other jurisdiction

of incorporation)

**0-17988**  
(Commission

File Number)

**38-2367843**  
(IRS Employer

Identification No.)

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**620 Leshar Place Lansing, Michigan**  
(Address of principal executive offices)

**48912**  
(Zip Code)

**Registrant's telephone number, including area code 517-372-9200**

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

On October 7, 2010, Neogen Corporation (the Company) held its 2010 Annual Meeting of Shareholders, at which meeting 21,287,492 of the 22,696,759 shares outstanding and entitled to vote were present and voted. The matters listed below were submitted to a vote of the shareholders through the solicitation of proxies. The proposals are described in detail in the Company's Proxy Statement dated as of, and filed with Securities and Exchange Commission on September 1, 2010. The voting results are as follows:

**Proposal 1 Election of Directors**

| Nominee                   | For        | Withheld |
|---------------------------|------------|----------|
| Robert M. Book            | 17,422,299 | 192,861  |
| Jack C. Parnell           | 16,842,765 | 772,495  |
| Clayton K. Yeutter, Ph.D. | 17,451,591 | 163,669  |

**Proposal 2 Ratification of the Appointment of the Company's Independent Registered Public Accounting Firm**

The shareholders ratified the appointment of Ernst & Young LLP as the Company's auditors for the fiscal year ended May 31, 2011.

| For        | Against | Abstain |
|------------|---------|---------|
| 21,196,093 | 8,193   | 8,949   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NEOGEN CORPORATION  
(Registrant)

Date: October 12, 2010

/s/ RICHARD R. CURRENT  
**Richard R. Current**  
**Vice President & CFO**