

PERRIGO CO
Form 3/A
May 11, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Needham Jeffrey
(Last) (First) (Middle)

C/O PERRIGO
COMPANY,Â 515 EASTERN
AVENUE

(Street)

ALLEGAN,Â MIÂ 49010

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
05/02/2007

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

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Sr VP Business Development

5. If Amendment, Date Original
Filed(Month/Day/Year)
05/10/2007

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

30,666 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------------------|---------------------|--------------------|-----------------|----------------------------------|-----------|--|---|
| Employee Stock Option Right to Buy | 03/28/2003 | 03/28/2012 | Common Stock | 8,565 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2004 | 03/28/2012 | Common Stock | 8,565 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2005 | 03/28/2012 | Common Stock | 8,565 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2006 | 03/28/2012 | Common Stock | 8,565 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2007 | 03/28/2012 | Common Stock | 8,565 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2003 | 03/28/2012 | Common Stock | 559 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2004 | 03/28/2012 | Common Stock | 559 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2005 | 03/28/2012 | Common Stock | 559 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2006 | 03/28/2012 | Common Stock | 558 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 03/28/2007 | 03/28/2012 | Common Stock | 558 | \$ 11.675 | D | Â |
| Employee Stock Option Right to Buy | 11/01/2005 | 11/01/2014 | Common Stock | 4,866 | \$ 18.03 | D | Â |
| Employee Stock Option Right to Buy | 11/01/2006 | 11/01/2014 | Common Stock | 4,866 | \$ 18.03 | D | Â |
| Employee Stock Option Right to Buy | 11/01/2007 | 11/01/2014 | Common Stock | 4,866 | \$ 18.03 | D | Â |
| Employee Stock Option Right to Buy | 11/01/2008 | 11/01/2014 | Common Stock | 4,865 | \$ 18.03 | D | Â |
| Employee Stock Option Right to Buy | 11/01/2009 | 11/01/2014 | Common Stock | 4,865 | \$ 18.03 | D | Â |
| Employee Stock Option Right to Buy | 09/14/2006 | 09/14/2015 | Common Stock | 3,894 | \$ 14.69 | D | Â |
| Employee Stock Option Right to Buy | 09/14/2007 | 09/14/2015 | Common Stock | 3,894 | \$ 14.69 | D | Â |
| Employee Stock Option Right to Buy | 09/14/2008 | 09/14/2015 | Common Stock | 3,894 | \$ 14.69 | D | Â |
| Employee Stock Option Right to Buy | 09/14/2009 | 09/14/2015 | Common Stock | 3,894 | \$ 14.69 | D | Â |

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| | | | | | | | |
|------------------------------------|------------|------------|--------------|-------|----------|---|---|
| Employee Stock Option Right to Buy | 09/14/2010 | 09/14/2015 | Common Stock | 3,893 | \$ 14.69 | D | Â |
| Employee Stock Option Right to Buy | 08/16/2007 | 08/16/2016 | Common Stock | 2,113 | \$ 15.47 | D | Â |
| Employee Stock Option Right to Buy | 08/16/2008 | 08/16/2016 | Common Stock | 2,113 | \$ 15.47 | D | Â |
| Employee Stock Option Right to Buy | 08/16/2009 | 08/16/2016 | Common Stock | 2,113 | \$ 15.47 | D | Â |
| Employee Stock Option Right to Buy | 08/16/2010 | 08/16/2016 | Common Stock | 2,112 | \$ 15.47 | D | Â |
| Employee Stock Option Right to Buy | 08/16/2011 | 08/16/2016 | Common Stock | 2,112 | \$ 15.47 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Needham Jeffrey C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010 | Â | Â | Â Sr VP Business Development | Â |

Signatures

Jeffrey Needham 05/11/2007

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) This amendment is being filed solely to correct the number of shares directly owned.

Â

Remarks:

This Form 3 is a 2 of 2 being filed by the reporting person. Multiple forms are required as a

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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