

NEOGEN CORP
Form 424B2
June 02, 2006

Filed pursuant to Rule 424(b)(2)

Registration No. 333-133614

Prospectus Supplement dated June 1, 2006 to Prospectus dated May 15, 2006

Neogen Corporation

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| Issuer: | Neogen Corporation |
| Common Stock Nasdaq National Market Symbol: | NEOG |
| Total shares offered by Company: | 650,000 shares |
| Total shares offered by Shareholders: | 150,000 shares |
| James L. Herbert: | 100,000 shares |
| Lon M. Bohannon: | 50,000 shares |
| Total shares offered: | 800,000 shares |
| CUSIP shares: | 640491106 |
| Price per share: | \$20.00 |
| Aggregate gross proceeds to Company:* | \$13,000,000.00 |
| Aggregate gross proceeds to Selling Shareholders:* | \$3,000,000.00 |
| Placement Agents: | Roth Capital Partners, LLC and Stonegate Securities, Inc. |
| Placement Agents discount: | 5.00% |
| Estimated expenses (other than Placement Agents discount and commissions) payable by Company and Selling Shareholders: | \$139,551.00 |

The offer and sale of the securities to which this prospectus supplement relates have been registered by Neogen Corporation by means of a registration statement on Form S-3 (File No. 333-133614). Copies of the original prospectus and any other prospectus supplements relating to the offering may be obtained from Neogen Corporation, 620 Leshar Place, Lansing, Michigan 48912-1595.

* Prior to offering expenses and placement agent fees. Assumes all shares offered are sold.