SATOH PAUL S Form 4 May 21, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

OMB APPROVAL

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January 31,

2005

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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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SATOH PAUL S			2. Issuer Name and Ticker or Trading Symbol NEOGEN CORP [NEOG]				ng	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2007			(Check all applicable) Director 10% OwnerX_ Officer (give title Other (specify below) Vice President					
(City)	(Street)	(7in)	4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person					rson porting			
1.Title of Security (Instr. 3)	(State) (Zip) Tai 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		ned n Date, if	3. Transaction Code (Instr. 8)	(A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	f, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock	05/17/2007			Code V M	Amount 100	(D)	Price \$ 9.8	9,994	D		
Common Stock	05/17/2007			S	100	D	\$ 26.88	9,894	D		
Common Stock	05/21/2007			M	2,946	A	\$ 9.8	12,840	D		
Common Stock	05/21/2007			S	2,946	D	\$ 26.71	9,894	D		

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. Transactic Code (Instr. 8)			rivative Expiration Date ities (Month/Day/Year) ired r osed of . 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 II S (
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Option	\$ 9.8	05/17/2007		X	1	100	<u>(1)</u>	09/11/2007	Common Stock	100	
Common Stock Option	\$ 9.8	05/21/2007		X	2,	,946	<u>(1)</u>	09/11/2007	Common Stock	2,946	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Othe			

SATOH PAUL S

Vice President

Signatures

Richard R. Current POA 05/21/2007

**Signature of Reporting Date
Person

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) The options were granted 9/11/02 and vested 20% yearly following the date of the grant

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.

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