

NEOGEN CORP  
Form 8-K  
March 23, 2011

**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) March 22, 2011

**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)

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

**48912**

(Zip Code)

(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 2.02 Results of Operations and Financial Condition**

On March 22, 2011, Neogen Corporation issued a press release announcing results of operations for the fiscal quarter and nine months ended February 28, 2011. A copy of the press release is attached as Exhibit 99.1 to this report. This Form 8-K and the attached exhibit shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and are not incorporated by reference into any filing of the Registrant, whether made before or after the date of this report, regardless of any general incorporation language in the filing.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits

99.1 Press Release dated March 22, 2011

**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.

Date: March 23, 2011

NEOGEN CORPORATION  
(Registrant)

/s/ Steven J. Quinlan

Steven J. Quinlan  
Vice President & CFO