

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