

NEOGEN CORP  
Form 8-K  
October 04, 2013

**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 3, 2013

**NEOGEN CORPORATION**

**(Exact name of registrant as specified in its charter)**

**MICHIGAN**  
**(State or other jurisdiction**

**of incorporation)**

**620 Lesher Place Lansing, Michigan**

**0-17988**  
**(Commission**

**File Number)**

**38-2367843**  
**(IRS Employer**

**Identification No.)**

**48912**

**(Address of principal executive offices)**

**(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 3, 2013, Neogen Corporation (the Company) held its 2013 Annual Meeting of Shareholders. At the meeting 22,388,098 of the 24,074,481 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 August 30, 2013. The voting results are as follows:

**Proposal 1 Election of Directors**

<b>Nominee</b>	<b>For</b>	<b>Withheld</b>
William T. Boehm, PhD.	18,989,845	351,353
Jack C. Parnell	17,854,917	1,486,281
Clayton K. Yeutter, PhD.	18,968,316	372,882

**Proposal 2 To Approve, by Non-Binding Vote, the Compensation of Executives**

The shareholders approved, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the proxy materials.

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
18,550,570	549,202	241,425	3,046,901

**Proposal 3 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 ending May 31, 2014.

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
21,796,264	555,069	34,759	2,006

**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 4, 2013

/s/ Steven J. Quinlan  
Steven J. Quinlan  
Vice President & CFO