

PERRIGO CO  
Form 4  
August 26, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PAPA JOSEPH C

(Last) (First) (Middle)  
C/O PERRIGO COMPANY, 515  
EASTERN AVENUE  
(Street)

ALLEGAN, MI 49010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PERRIGO CO [PRGO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/22/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO / Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 08/23/2013                           |  | A <sup>(1)</sup>               |   | 19,259  | A  | \$ 119.38   |
| Common Stock                    | 08/23/2013                           |  | F                              |   | 8,898   | D  | \$ 119.38   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Restricted Stock Units                     | (2)  | 08/22/2013                           |  | A <sup>(3)</sup>               | 9,517   | 08/22/2016   | 08/22/2016  | Common Stock | 9,517                      |
| Employee Stock Option Right to Buy         | \$ 119.78  | 08/22/2013                           |  | A                              | 44,496  | (4)  | 08/22/2023  | Common Stock | 44,496                     |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |          |
|---|---------------|-----------|-------------------|----------|
|   | Director      | 10% Owner | Officer           | Other    |
| PAPA JOSEPH C<br>C/O PERRIGO COMPANY<br>515 EASTERN AVENUE<br>ALLEGAN, MI 49010 | X             |           | President and CEO | Chairman |

## Signatures

/s/ Penny Bursma, Attorney-in-fact for Joseph C. Papa

08/26/2013

\*\*Signature of Reporting Person

Date

## 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) Vesting of Performance-based Restricted Stock Units granted on 08/19/10.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of Perigo Company common stock.
- (3) Restricted Stock Units awarded Mr. Papa in his capacity as Chairman, President and CEO, pursuant to the 2008 Long-term Incentive Plan.
- (4) Grant has a graded vesting schedule that vests 33% each year on 08/22/2014, 08/22/2015 and 08/22/2016.

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.