MOZOLA MARK A Form 4/A January 05, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

(Print or Type Responses)

1 Name and Address of Departing De

1(b).

| 1. Name and A MOZOLA M | ddress of Reporting I MARK A | Symbol | er Name and Ticker or Trading EN CORP [NEOG] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|--------------------------------------|---|-----------|---|--|
| (Last) | (First) (M | | of Earliest Transaction Day/Year) 2009 | Director 10% Owner Selow) Officer (give title Other (specify below) Vice President |
| | (Street) | | endment, Date Original onth/Day/Year) 2009 | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) Tab | le I - Non-Derivative Securiti | es Acquired, Disposed of, or Beneficially Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) | of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) |
| Common Stock | 12/21/2009 | | M 2.250 Δ | \$ 9.09 8,369 D |
| Common Stock | | | | See 1,514 I Footnote (1) |

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| I | 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. Transacti Code (Instr. 8) | 5. Number out Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration D (Month/Day) | ate | 7. Title and A Underlying S (Instr. 3 and | Securitie |
|---|---|---|---|---|---------------------------------------|--|---|--------------------|---|---------------------------------------|
| | | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shares |
| 5 | Common Stock Option (Right-to-buy) | \$ 9.09 | 12/21/2009 | | M | 2,250 | (2) | 12/21/2009 | Common Stock | 2,25 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|
| 1 | Director | 10% Owner | Officer | Other | |
| MOZOLA MARK A | | | | | |

Vice President

Signatures

Richard R. Current 01/05/2010 (Attorney-in-fact)

**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)** Held by Neogen Corporation 401-K Plan
- **(2)** The options were granted 12/21/04 and became exercisable 20% yearly thereafter

Remarks:

The purpose of this Form 4/A is to properly state the number of shares beneficially owned following reported transaction in Ta

This is the final Form 4 to be filed by Dr. Mozola. By definition of the Board of Directors on December 8, 2009 his position r 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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