

PERRIGO CO
Form 3/A
May 11, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Needham Jeffrey</p> <p>(Last) (First) (Middle)</p> <p>C/O PERRIGO COMPANY,Â 515 EASTERN AVENUE</p> <p>(Street)</p> <p>ALLEGAN,Â MIÂ 49010</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/02/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>PERRIGO CO [PRGO]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>____ Director ____ 10% Owner <input checked="" type="checkbox"/> Officer ____ Other (give title below) (specify below) Sr VP Business Development</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>05/10/2007</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>____ Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	30,666 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option Right to Buy	08/04/1998	08/04/2007	Common Stock	3,334	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	08/04/1999	08/04/2007	Common Stock	3,334	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	08/04/2000	08/04/2007	Common Stock	3,333	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	08/04/2001	08/04/2007	Common Stock	3,333	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	08/04/2002	08/04/2007	Common Stock	3,333	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	08/04/2003	08/04/2007	Common Stock	3,333	\$ 12.9688	D	Â
Employee Stock Option Right to Buy	09/09/1999	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	09/09/2000	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	09/09/2001	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	09/09/2002	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	09/09/2003	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	09/09/2004	09/09/2008	Common Stock	2,000	\$ 8.5625	D	Â
Employee Stock Option Right to Buy	08/17/2000	08/17/2009	Common Stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	08/17/2001	08/17/2009	Common Stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	08/17/2002	08/17/2009	Common Stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	08/17/2003	08/17/2009	Common Stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	08/17/2004	08/17/2009	Common stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	08/17/2005	08/17/2009	Common Stock	2,000	\$ 7.9531	D	Â
Employee Stock Option Right to Buy	05/30/2004	05/30/2010	Common Stock	10,167	\$ 6.1563	D	Â

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Employee Stock Option Right to Buy	05/30/2005	05/30/2010	Common stock	10,167	\$ 6.1563	D	Â
Employee Stock Option Right to Buy	07/19/2002	07/19/2011	Common Stock	6,449	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2003	07/19/2011	Common Stock	6,449	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2004	07/19/2011	Common stock	6,449	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2005	07/19/2011	Common stock	6,449	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2006	07/19/2011	Common Stock	6,449	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2002	07/19/2011	Common Stock	551	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2003	07/19/2011	Common Stock	551	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2004	07/19/2011	Common Stock	551	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2005	07/19/2011	Common Stock	551	\$ 15.505	D	Â
Employee Stock Option Right to Buy	07/19/2006	07/19/2011	Common Stock	551	\$ 15.505	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Needham Jeffrey C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010	Â	Â	Â Sr VP Business Development	Â

Signatures

Jeffrey Needham 05/11/2007

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) This amendment is being filed solely to correct the number of shares directly owned.

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Remarks:

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This Form 3 is 1 of 2 being filed by the reporting person. Multiple forms are required as a

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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