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PERRIGO CO  
Form 8-K  
November 02, 2007

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 30, 2007

PERRIGO COMPANY

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

|  |                             |                                      |
|--|-----------------------------|--------------------------------------|
| MICHIGAN   | 0-19725                     | 38-2799573                           |
| -----  | -----                       | -----                                |
| (State of other<br>Jurisdiction of<br>Incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| 515 Eastern Avenue, Allegan, Michigan                |                             | 49010                                |
| -----  | -----                       | -----                                |
| (Address of principal executive offices)             |                             | (Zip Code)                           |

Registrant's telephone number, including area code: (269) 673-8451  
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Not Applicable

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(Former name or 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:

- 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))

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### ITEM 5.03. AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.

On October 30, 2007, the Board of Directors of Perrigo Company (the "Corporation") approved the amendment and restatement of the Corporation's Bylaws. The Bylaw amendment is intended to clarify the ability of the Corporation to participate in the Depository Trust Company's Direct Registration System ("DRS"). The DRS is a method of recording registered share ownership in "book entry" form without the need for physical paper certificates. The Bylaw amendment makes it clear that the Corporation may issue both certificated and uncertificated shares.

The Corporation's Amended and Restated By-Laws are filed herewith as Exhibit 3.1.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

#### (c) Exhibits

3.1. Amended and Restated Bylaws, as amended through October 30, 2007.

### SIGNATURES

Pursuant to the requirement 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.

PERRIGO COMPANY  
(Registrant)

By: s/ Todd W. Kingma

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Todd W. Kingma  
Executive Vice President,  
Secretary and General Counsel

Dated: October 30, 2007

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### EXHIBIT INDEX

3.1. Bylaws, as amended and restated October 30, 2007.

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