

---

**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 24, 2024

---

**Neogen Corporation**

(Exact name of Registrant as Specified in Its Charter)

---

**Michigan**  
(State or Other Jurisdiction  
of Incorporation)

**0-17988**  
(Commission File Number)

**38-2367843**  
(IRS Employer  
Identification No.)

**620 Leshar Place**  
**Lansing, Michigan**  
(Address of Principal Executive Offices)

**48912**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (517) 372-9200**

**N/A**  
(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:

- 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))

**Securities registered pursuant to Section 12(b) of the Act:**

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, \$0.16 par value per share	NEOG	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

---

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On October 24, 2024, the Company held its 2024 Annual Meeting of Shareholders. At the meeting, 205,366,298 of the 216,698,138 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, September 13, 2024. The voting results are as follows:

**Proposal 1 – Election of Directors**

Nominee	For	Withheld
James C. Borel	182,880,338	15,916,347
Jeffrey D. Capello	194,026,168	4,770,517
Ronald D. Green, Ph. D.	172,216,006	26,580,679

**Proposal 2 – To Approve, by Non-Binding Vote, the Compensation of the Company's Named Executive Officers**

The shareholders did not approve, by non-binding vote, the compensation of the Company's named executive officers, as disclosed in the proxy materials.

For	Against	Abstain	Broker Non-Vote
96,518,858	101,431,438	677,525	6,569,613

**Proposal 3 – Ratification of the Appointment of the Company's Independent Registered Public Accounting Firm**

The shareholders ratified the appointment of BDO USA, P.C. as the Company's auditors for the fiscal year ending May 31, 2025.

For	Against	Abstain	Broker Non-Vote
204,919,449	319,094	127,755	-

---

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

---

**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

Date: October 28, 2024

By: /s/ Amy M. Rocklin  
Name: Amy M. Rocklin  
Title: Chief Legal & Compliance Officer, Corporate Secretary

---