



DIVISION OF
CORPORATION FINANCE

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

May 12, 2015

Via E-mail

Mr. Steven J. Quinlan
Vice President and Chief Financial Officer
Neogen Corporation
620 Leshar Place
Lansing, Michigan 48912

**Re: Neogen Corporation
Form 10-K for the Fiscal Year Ended May 31, 2014
Filed July 30, 2014
File No. 000-17988**

Dear Mr. Quinlan:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Joel Parker

Joel Parker
Accounting Branch Chief