

KRAEUTLER JOHN A
Form 4/A
October 04, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
KRAEUTLER JOHN A

2. Issuer Name and Ticker or Trading Symbol
MERIDIAN BIOSCIENCE INC
[VIVO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3471 RIVER HILLS DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/12/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

CINCINNATI, OH 45244
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
11/16/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | Code | V | Amount | | |
| Common Stock <u>(1)</u> <u>(2)</u> | 11/12/2009 | | D | | 5,250 | D | \$ 0 <u>(3)</u> 265,260 |
| Common Stock <u>(1)</u> <u>(2)</u> | 11/12/2009 | | A | | 5,000 | A | \$ 0 <u>(4)</u> 270,260 |
| Common Stock <u>(1)</u> <u>(2)</u> | 11/12/2009 | | A | | 5,000 | A | \$ 0 <u>(5)</u> 275,260 |

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)

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KRAEUTLER JOHN A 3471 RIVER HILLS DRIVE CINCINNATI, OH 45244 | X | | Chief Executive Officer | |

Signatures

/s/ Melissa Lueke as Attorney-in-fact for John A. Kraeutler
 10/04/2010
 **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) As a result of technological limitations of the EDGAR system, this Form 4 is being filed in two parts: this current report and another Form 4 of the reporting party filed on the same date. To minimize confusion, only the current report includes the information in Table II. As such, both this Form and the other Form 4 of the reporting party filed on the same date should be read in tandem.
 - (2) As a result of technological limitations of the EDGAR system, this Form 4 is being filed in two parts: this current report and another Form 4 of the reporting party filed on the same date. To minimize confusion, only the other report of the reporting party filed on the same date includes the information in Table II. As such, both this Form and the other Form 4 of the reporting party filed on the same date should be read in tandem.
 - (3) As previously disclosed on the original Form 4, these restricted shares were granted under the 2004 Equity Compensation Plan and were subject to attainment by the Company of a Net Earnings target for fiscal 2009. As the Company did not reach the target, these restricted shares have been cancelled.
 - (4) This amended Form 4 is being filed to report that while these restricted shares, which were awarded under the 2004 Equity Compensation Plan, originally were reported as being subject to attainment by the Company of a Net Earnings target for fiscal 2010, on September 30, 2010, the Compensation Committee of the Board of Directors converted these shares to time-vested shares with four-year cliff vesting. Like the shares noted in Footnote (5), these shares will vest in full (or 100%) on November 12, 2013.

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- (5) As previously disclosed on the original Form 4, these restricted shares are awarded under the 2004 Equity Compensation Plan and vest in full (or 100%) on November 12, 2013.

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.