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MERIDIAN BIOSCIENCE INC

Form 4

December 09, 2004

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * MOTTO WILLIAM J

2. Issuer Name and Ticker or Trading

Symbol MERIDIAN BIOSCIENCE INC [VIVO]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 12/07/2004

(Check all applicable)

X__ 10% Owner

X_ Officer (give title Other (specify below) Chairman, CEO

MERIDIAN DIAGNOSTICS INC, 3471 RIVER HILLS DRIVE

(State)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

X Form filed by One Reporting Person Form filed by More than One Reporting

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

CINCINNATI, OH 45244

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of 6. 7. Nature of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned Ownership (D) or Indirect (I) (Instr. 4) Following

Reported (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Common D 974,975 Stock

By Common 2,767,171 Ι partnership Stock (1)

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. Transacti Code (Instr. 8)	5. Number on f 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy (Right to Buy Common Stock)	\$ 16.38	12/07/2004		A	7,000	(2)	12/07/2014	Common Stock	7,000

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Reporting Owners

Reporting Owner Name / Address	Keiauonsnips					
•	Director	10% Owner	Officer	Other		
MOTTO WILLIAM J MERIDIAN DIAGNOSTICS INC 3471 RIVER HILLS DRIVE CINCINNATI, OH 45244	X	X	Chairman, CEO			
Signatures						
Melissa Lueke, Attorney-in-Fact for	r William	J.	12/09/2004			

**Signature of Reporting Person 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).

The sole general partner of this limited partnership, Motto Vivo Family Limited Partnership, is Motto Management, LLC, which holds 1% of the Limited Partnership. (The 100% owner of Motto Management, LLC is William J. Motto and David H. Motto, Trustees under

Date

(1) the William J. Motto Revocable Trust.) The only other limited partner is William J. Motto and David H. Motto, Trustees under the William J. Motto Revocable Trust. Mr. Motto disclaims beneficial ownership of Meridian's common stock held by the Limited Partnership except to the extent of his pecuniary interest therein.

These non-qualified stock options are granted under the Company's 2004 Equity Compensation Plan and will vest over a three year period commencing at such time as the Company has reported to the public net earnings of \$10,800,000 or greater for fiscal 2005. If net earnings

(2) do not reach \$10,800,000 or higher for such year, the options become void. In addition, these stock options are contingent upon shareholder approval of the 2004 Equity Compensation Plan at the Company's 2005 Annual Meeting and will become void in the absence of such approval.

Reporting Owners 2

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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.