

HOLOGIC INC
Form 4
November 14, 2007

FORM 4

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

OMB APPROVAL

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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 *
SULLIVAN PATRICK J

(Last) (First) (Middle)
250 CAMPUS DRIVE
(Street)
MARLBOROUGH, MA 01752

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HOLOGIC INC [HOLX]

3. Date of Earliest Transaction (Month/Day/Year)
11/09/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock <u>(1)</u>	11/09/2007		M		60,000	A	\$ 28.5
Common Stock <u>(2)</u>	11/09/2007		S		60,000	D	\$ 62.0538
Common Stock <u>(1)</u>	11/12/2007		M		60,000	A	\$ 28.5
Common Stock <u>(2)</u>	11/12/2007		S		60,000	D	\$ 61.819
Common Stock <u>(1)</u>	11/13/2007		M		6,449	A	\$ 28.5
	11/13/2007		M		53,551	A	\$ 31.62

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Common
Stock ⁽³⁾

Common
Stock ⁽²⁾ 11/13/2007 S 60,000 D \$ 61.8435 129,874 D

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 28.5	11/09/2007		M	60,000	10/22/2007 01/30/2011	Common Stock 60
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 28.5	11/12/2007		M	60,000	10/22/2007 01/30/2011	Common Stock 60
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$ 28.5	11/13/2007		M	6,449	10/22/2007 01/30/2011	Common Stock 6,
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 31.62	11/13/2007		M	53,551	10/22/2007 02/09/2015	Common Stock 53

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

SULLIVAN PATRICK J
250 CAMPUS DRIVE X
MARLBOROUGH, MA 01752

Signatures

By: Mark J. Casey, Attorney-In-Fact For: Patrick J.
Sullivan

11/13/2007

__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) Issued under Issuer's 1995 Stock Plan in transactions exempt from Section 16 under Rule 16b-3.
- (2) The sale reported on this Form 4 was made pursuant to a written trading plan adopted in accordance with SEC Rule 10b5-1 on September 14, 2007.
- (3) Issued under Issuer's 2004 Omnibus Stock Plan in transactions exempt from Section 16 under Rule 16b-3.
- (4) Price not applicable to this transaction.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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