

GEN PROBE INC

Form 4/A

August 22, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BOWEN R WILLIAM**

(Last) (First) (Middle)

**GEN-PROBE  
INCORPORATED, 10210  
GENETIC CENTER DRIVE**

(Street)

**SAN DIEGO, CA 92121**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**GEN PROBE INC [GPRO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/19/2005**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**08/19/2005**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
VP, General Counsel

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	08/19/2005		S <sup>(1)</sup>		200	D \$ 44.71	9,285	D	
Common Stock	08/19/2005		S <sup>(1)</sup>		600	D \$ 44.72	8,685	D	
Common Stock	08/19/2005		S <sup>(1)</sup>		100	D \$ 44.73	8,585	D	
Common Stock	08/19/2005		S <sup>(1)</sup>		100	D \$ 44.75	8,485	D	
Common Stock	08/19/2005		S <sup>(1)</sup>		100	D \$ 44.76	8,385	D	

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Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.77	8,285	D
Common Stock	08/19/2005	S <sup>(1)</sup>	200	D	\$ 44.78	8,085	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.8	7,785	D
Common Stock	08/19/2005	S <sup>(1)</sup>	1,100	D	\$ 44.85	6,685	D
Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.86	6,585	D
Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.87	6,485	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.89	6,185	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.91	5,885	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.92	5,585	D
Common Stock	08/19/2005	S <sup>(1)</sup>	600	D	\$ 44.93	4,985	D
Common Stock	08/19/2005	S <sup>(1)</sup>	500	D	\$ 44.95	4,485	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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
BOWEN R WILLIAM GEN-PROBE INCORPORATED 10210 GENETIC CENTER DRIVE SAN DIEGO, CA 92121			VP, General Counsel	

## Signatures

/s/ R. William

Bowen

08/22/2005

\_\_\_\_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) This amendment is being filed to show the correct sale prices of the 5,000 shares previously reported on the reporting person's Form 4 previously filed on August 19, 2005.

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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