

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2007-12-10** | Period of Report: **2007-10-29**

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([HTML Version](#) on secdatabase.com)

REPORTING OWNER

SULLIVAN PATRICK J

CIK: **1039138** | State of Incorporation: **MA** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **000-18281** | Film No.: **071296855**

Mailing Address
85 SWANSON ROAD
.
BOXBOROUGH MA 01719

Business Address
9782638000

ISSUER

HOLOGIC INC

CIK: **859737** | IRS No.: **042902449** | State of Incorporation: **DE** | Fiscal Year End: **0930**
SIC: **3844** X-ray apparatus & tubes & related irradiation apparatus

Mailing Address
35 CROSBY DRIVE
BEDFORD MA 01730

Business Address
35 CROSBY DRIVE
BEDFORD MA 01730
7819997300

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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 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

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

1. Name and Address of Reporting Person SULLIVAN PATRICK J			2. Issuer Name and Ticker or Trading Symbol HOLOGIC INC [HOLX]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/29/2007			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
250 CAMPUS DRIVE			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) MARLBOROUGH, MA 01752								
(City)	(State)	(Zip)						

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 ⁽¹⁾	10/29/2007		<u>M</u>		60,000	A	\$16.45	189,064	D	
Common Stock ⁽²⁾	10/29/2007		<u>S</u>		60,000	D	\$66.7101	129,064	D	
Common Stock ⁽¹⁾	10/30/2007		<u>M</u>		35,265	A	\$16.45	164,329	D	
Common Stock ⁽³⁾	10/30/2007		<u>M</u>		24,735	A	\$26.99	189,064	D	
Common Stock ⁽²⁾	10/30/2007		<u>S</u>		60,000	D	\$66.8633	129,064	D	
Common Stock ⁽³⁾	10/31/2007		<u>M</u>		60,000	A	\$26.99	189,064	D	
Common Stock ⁽²⁾	10/31/2007		<u>S</u>		60,000	D	\$66.9857	129,064	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified	\$16.45	10/29/2007		<u>M</u>		60,000		10/22/2007	11/20/2013	Common Stock	60,000	⁽⁴⁾	121,385	D	

Stock Option (right to buy) ⁽¹⁾														
Non-Qualified Stock Option (right to buy) ⁽¹⁾	\$16.45	10/30/2007		<u>M</u>		35,265	10/22/2007	11/20/2013	Common Stock	35,265	(4)	86,120	D	
Non-Qualified Stock Option (right to buy) ⁽²⁾	\$26.99	10/30/2007		<u>M</u>		24,735	10/22/2007	01/23/2011	Common Stock	24,735	(4)	258,117	D	
Non-Qualified Stock Option (right to buy) ⁽²⁾	\$26.99	10/31/2007		<u>M</u>		60,000	10/22/2007	01/23/2011	Common Stock	60,000	(4)	198,117	D	

Explanation of Responses:

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.

Signatures

By: Phyllis C. Howard, Attorney-in-Fact For: Patrick J. Sullivan

** Signature of Reporting Person

10/31/2007

Date

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

* 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).

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

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 Number.