

HOLOGIC INC  
Form 4  
May 19, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**LEAMING NANCY**

(Last) (First) (Middle)  
  
35 CROSBY DRIVE  
  
(Street)

BEDFORD, MA 01730

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/15/2015

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 Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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	Derivative Security		(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
			Code	V (A) (D)					
	Non-qualified Stock Option (Right to Buy)	\$ 18.82	05/15/2015	D	3,832	<u>(1)</u>	01/01/2018	Common Stock	3,832
	Non-qualified Stock Option (Right to Buy)	\$ 17.51	05/15/2015	D	3,977	<u>(2)</u>	01/01/2019	Common Stock	3,977
	Non-qualified Stock Option (Right to Buy)	\$ 13.07	05/15/2015	D	5,364	<u>(3)</u>	01/01/2016	Common Stock	5,364
	Non-qualified Stock Option (Right to Buy)	\$ 14.5	05/15/2015	D	4,821	<u>(4)</u>	01/01/2017	Common Stock	4,821
	Non-qualified Stock Option (Right to Buy)	\$ 18.96	05/15/2015	D	1,200	07/01/2006	01/01/2016	Common Stock	1,200
	Non-qualified Stock Option (Right to Buy)	\$ 23.64	05/15/2015	D	1,200	07/01/2007	01/01/2017	Common Stock	1,200
	Non-qualified Stock Option (Right to Buy)	\$ 23.64	05/15/2015	D	1,200	07/01/2007	01/01/2017	Common Stock	1,200
	Non-qualified Stock Option (Right to Buy)	\$ 23.64	05/15/2015	D	1,200	07/01/2007	01/01/2017	Common Stock	1,200
	Non-qualified Stock Option (Right to Buy)	\$ 23.64	05/15/2015	D	1,200	07/01/2007	01/01/2017	Common Stock	1,200
	Non-qualified Stock Option (Right to Buy)	\$ 32.815	05/15/2015	D	6,000	01/01/2008	10/22/2017	Common Stock	6,000
	Non-qualified Stock Option (Right to Buy)	\$ 32.815	05/15/2015	D	6,000	01/01/2008	10/22/2017	Common Stock	6,000
	Non-qualified Stock Option (Right to Buy)	\$ 32.815	05/15/2015	D	6,000	01/01/2008	10/22/2017	Common Stock	6,000

Non-qualified Stock Option (Right to Buy)	\$ 32.815	05/15/2015	D	6,000	01/01/2008	10/22/2017	Common Stock	6,000
Non-qualified Stock Option (Right to Buy)	\$ 32.815	05/15/2015	D	6,000	01/01/2008	10/22/2017	Common Stock	6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEAMING NANCY 35 CROSBY DRIVE BEDFORD, MA 01730	X			

## Signatures

/s/ Anne M. Liddy, Attorney-In-Fact for Nancy  
Leaming 05/19/2015

\_\_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) The option becomes fully vested on January 1, 2012.
- (2) The option becomes fully vested on January 1, 2013.
- (3) The option becomes fully vested on January 1, 2014.
- (4) The option becomes fully vested on January 1, 2011.

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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