

HOLOGIC INC  
Form 15-12B  
June 25, 2014

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

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Commission File Number 1-36214**

**HOLOGIC, INC.**

**(Exact name of registrant as specified in its charter)**

**35 Crosby Drive**  
**Bedford, MA 01730**  
**(781) 999-7300**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Preferred Stock Purchase Rights (1)**

(Title of each class of securities covered by this Form)

**Common Stock, par value \$0.01 per share**

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	x
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date: 0 (**Zero**)

Pursuant to the requirements of the Securities Exchange Act of 1934, Hologic, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: June 25, 2014

By: /s/ Mark J. Casey

Name: Mark J. Casey

Senior Vice President, Chief Administrative  
Officer and General Counsel

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.

- (1) The **Preferred Stock Purchase Rights** expired on June 24, 2014 in accordance with the terms of the Rights Agreement by and between Hologic, Inc. and American Stock Transfer & Trust Company, LLC, as Rights Agent, dated as of November 21, 2013, as amended on June 24, 2014. Hologic, Inc. filed a Form 8-A to register the rights on November 21, 2013.

