HOLOGIC INC Form 4

November 16, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number: 32

3235-0287

Expires: January 31, 2005

OMB APPROVAL

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Kingsley Stuart A | | | 2. Issuer Name and Ticker or Trading Symbol HOLOGIC INC [HOLX] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---------|----------|---|---|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (| | | |
| | | | (Month/Day/Year) | Director 10% Owner | | | |
| 250 CAMPUS DRIVE | | | 11/14/2007 | X Officer (give title Other (specify below) | | | |
| | | | | President, Surgical Division | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | | |
| MARLBOROUGH, MA 01752 | | | | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |

| (City) | (State) | (Zip) Tal | ble I - Non- | Derivative : | Secur | ities Acquire | ed, Disposed of, o | or Beneficially | y Owned |
|--------------------------------------|---|---|--|--|-------|---------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securitie orDisposed o (Instr. 3, 4 | f (D) | uired (A) or | 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) |
| Common Stock (3) | 11/14/2007 | | M | 100,000 | A | \$ 31.1 | 101,452 | D | |
| Common Stock | 11/14/2007 | | S | 100,000 | D | \$ 63.2271 | 1,452 | 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)

Edgar Filing: HOLOGIC INC - Form 4

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. Transactic Code (Instr. 8) | ctionDerivative Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|-------------------------------|---------|--|--------------------|---|----------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Common Stock (1) | \$ 31.1 | 11/14/2007 | | M | | 100,000 | 10/22/2007 | 07/26/2016 | Common Stock | 100,00 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kingsley Stuart A 250 CAMPUS DRIVE MARLBOROUGH, MA 01752

President, Surgical Division

Signatures

Mark J. Casey, Attorney-In-Fact

**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 2004 Omnibus Stock Plan in transactions exempt from section 16 under Rule 16b-3.
- (2) Price not applicable to this transaction.
- (3) Issued under Issuer's 2004 Omnibus Stock Plan in transactions exempt from Section 16 under Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2