

HOLOGIC INC
Form 4
February 15, 2005

FORM 4

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

OMB APPROVAL

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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 *

LAVALLEE ROBERT H

(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)
02/14/2005

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)
Vice President

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	02/14/2005		M		1,500	A	\$ 6.1875
Common Stock	02/14/2005		M		600	A	\$ 12.875
Common Stock	02/14/2005		M		3,000	A	\$ 13.125
Common Stock	02/14/2005		M		2,000	A	\$ 11
Common Stock	02/14/2005		M		2,000	A	\$ 11

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Common Stock	02/14/2005	M	4,000	A	\$ 11	13,100	D
Common Stock	02/14/2005	M	10,000	A	\$ 3.9375	23,100	D
Common Stock	02/14/2005	M	23,100	D	\$ 37.46	0	D

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

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(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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Incentive Stock Option	\$ 3.9375	02/14/2005		M	10,000	10/03/2000 10/03/2009	Common Stock	10	
Incentive Stock Option	\$ 6.1875	02/14/2005		M	1,500	01/01/1996 04/04/2005	Common Stock	1,	
Incentive Stock Option	\$ 12.875	02/14/2005		M	600	10/27/1996 10/27/2005	Common Stock	6	
Non-Qualified Stock Option	\$ 11	02/14/2005		M	2,000	09/27/1997 09/27/2006	Common Stock	2,	
Non-Qualified Stock Option	\$ 11	02/14/2005		M	2,000	05/05/1998 05/05/2007	Common Stock	2,	
Non-Qualified Stock Option	\$ 11	02/14/2005		M	4,000	02/04/1999 02/04/2008	Common Stock	4,	
Non-Qualified Stock Option	\$ 13.125	02/14/2005		M	3,000	11/12/1999 11/12/2008	Common Stock	3,	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

LAVALLEE ROBERT H
35 CROSBY DRIVE
BEDFORD, MA 01730

Vice President

Signatures

Robert Lavallee 02/14/2005

__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).

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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