

HOLOGIC INC
Form 4
December 09, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
LAVALLEE ROBERT H

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)
35 CROSBY DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

BEDFORD, MA 01730

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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)
Common Stock	12/08/2005		M			2,500	\$ 5.13	2,500	D	
Common Stock	12/08/2005		M			2,500	\$ 4.75	5,000	D	
Common Stock	12/08/2005		M			3,750	\$ 7.125	8,750	D	
Common Stock	12/08/2005		M			2,500	\$ 9.925	11,250	D	
Common Stock	12/08/2005		M			20,000	\$ 9.5	31,250	D	

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Common Stock	12/08/2005	S	27,500	D	\$ 36.3154	3,750	D
Common Stock	12/09/2005	S	3,750	D	\$ 35.4	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)	Am or Num of S	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Incentive Stock Option	\$ 4.75	12/08/2005		M	2,500	09/17/2003	09/17/2012	Common Stock	2,
Non-Qualified Stock Option	\$ 5.13	12/08/2005		M	2,500	11/13/2002	11/13/2011	Common Stock	2,
Non-Qualified Stock Option	\$ 7.125	12/08/2005		M	3,750	11/06/2004	11/06/2013	Common Stock	3,
Non-Qualified Stock Option	\$ 9.5	12/08/2005		M	20,000	09/23/2005	09/23/2009	Common Stock	20
Non-Qualified Stock Option	\$ 9.925	12/08/2005		M	2,500	03/01/2005	03/01/2014	Common Stock	2,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAVALLEE ROBERT H 35 CROSBY DRIVE BEDFORD, MA 01730			Vice President	

Signatures

Robert Lavallee

12/09/2005

**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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