

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

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

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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