## Edgar Filing: MCNAMEE BRIAN A - Form 4

| MCNAMEE B  | RIAN A             |                |  |   |             |                        |                  |   |   |                         |  |  |
|--|--------------------|----------------|--|---|-------------|------------------------|------------------|---|---|-------------------------|--|--|
| Form 4   |                    |                |  |   |             |                        |                  |   |   |                         |  |  |
| January 05, 20   | 11                 |                |  |   |             |                        |                  |   |   |                         |  |  |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION  |                    |                |  |   |             |                        |                  |   | PPROVAL   |                         |  |  |
| UNITED STATES SECURITIES AND EACHANGE COMMISSION   |                    |                |  |   |             |                        |                  |   | 3235-0287                                       |                         |  |  |
| Check this l   | nox                |                | Was  | hington,  | D.C. 20     | 549                    |                  |   | Number:   |                         |  |  |
| if no longer   |                    |                |  |   |             | CTA                    |                  |   | Expires:  | January 31,<br>2005     |  |  |
| subject to   | STATE              | MENTO          | F CHAN   |   |             | CIA                    | LOW              | NERSHIP OF                                      | Estimated a                                     | Estimated average       |  |  |
| Section 16.  |                    |                |  |   |             |                        | burden hours per |   |   |                         |  |  |
| Form 4 or<br>Form 5  | Filed put          | raisont to     | Saction 16   | S(a) of the   | Soourit     | oc Er                  | rahana           | e Act of 1934,                                  | response  | 0.5                     |  |  |
| obligations  | *                  |                |  | . ,   |             |                        | C C              | f 1935 or Sectio                                | 'n  |                         |  |  |
| may continu  | le.                |                |  | vestment (  | •           | · ·                    |                  |   | ,11   |                         |  |  |
| See Instruct 1(b).   | 1011               | 50(11)         | or the m   | vestinent v   | compun      | <i>y</i> 1100          | . 01 17          |   |   |                         |  |  |
| 1(0).  |                    |                |  |   |             |                        |                  |   |   |                         |  |  |
| (Print or Type Res   | sponses)           |                |  |   |             |                        |                  |   |   |                         |  |  |
| 1. Name and Address of Reporting Person *<br>MCNAMEE BRIAN A2. Issuer Name and Ticker or Trading<br>Symbol5. Relationship of<br>Issuer |                    |                |  |   |             | Reporting Person(s) to |                  |   |   |                         |  |  |
|  |                    |                |  |   |             | Issuer                 |                  |   |   |                         |  |  |
|  |                    |                | GEN PR   | ROBE INC  | C [GPRC     | )]                     |                  | (Chec   | ck all applicable                               | •)                      |  |  |
| (Last)   | (First) (          | Middle)        | 3. Date of   | Earliest Tra  | insaction   |                        |                  | (Chee   | en un application                               | ·)                      |  |  |
|  |                    |                | (Month/D   | ay/Year)  |             |                        |                  | _X_ Director                                    |   | Owner                   |  |  |
|  |                    |                | 01/03/20   | 01/03/2011  |             |                        |                  | Officer (give titleOther (specify below) below) |   |                         |  |  |
| INCORPORA  |                    | _              |  |   |             |                        |                  |   | 0010(1)   |                         |  |  |
| GENETIC CE   | ENTER DRIVE        | ±              |  |   |             |                        |                  |   |   |                         |  |  |
| (Street) 4. If   |                    |                | 4. If Amer   | If Amendment, Date Original                                     |             |                        |                  | 6. Individual or Joint/Group Filing(Check       |   |                         |  |  |
| Filed(Mon  |                    |                |  | nth/Day/Year)   |             |                        |                  | Applicable Line)                                |   |                         |  |  |
|  | GA 00101           |                |  |   |             |                        |                  |   | One Reporting Person<br>Iore than One Reporting |                         |  |  |
| SAN DIEGO,   | CA 92121           |                |  |   |             |                        |                  | Person  |   | 1 0                     |  |  |
| (City)   | (State)            | (Zip)          | Table  | e I - Non-Do  | erivative S | Securi                 | ties Acc         | uired, Disposed o                               | f, or Beneficial                                | ly Owned                |  |  |
| 1.Title of   | 2. Transaction Dat | te 2A. Dee     | med  | 3.  |             |                        |                  | 5. Amount of                                    | 6. Ownership                                    | 7. Nature of            |  |  |
|  | Month/Day/Year     |                | on Date, if  |   |             |                        |                  |   | Form: Direct Indirect                           |                         |  |  |
| (Instr. 3)   |                    | any<br>(Month/ | Code (D)<br>Day/Year) (Instr. 8) (Instr. 3, 4 and 5) |   |             |                        | 5)               | Beneficially<br>Owned                           | (D) or<br>Indirect (I)                          | Beneficial<br>Ownership |  |  |
|  |                    | (internation   | Duj/ I cui)  | $a_{j}$ (mod. $b_{j}$ (mod. $b_{j}$ (mod. $b_{j}$ and $b_{j}$ ) |             |                        |                  | Following                                       | (Instr. 4)                                      | (Instr. 4)              |  |  |
|  |                    |                |  |   |             | (A)                    |                  | Reported  |   |                         |  |  |
|  |                    |                |  |   |             | or                     |                  | Transaction(s) (Instr. 3 and 4)                 |   |                         |  |  |
|  |                    |                |  | Code V  | Amount      | (D)                    | Price            | (insu: 5 and 4)                                 |   |                         |  |  |
| Common<br>Stock  | 01/03/2011         |                |  | A <u>(1)</u>  | 191         | А                      | \$<br>59.4       | 673   | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5.<br>ofNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | Secur | unt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owna<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|--|---|---------------------|--------------------|-------|--|---|--|
|   |   |   | Code V                                 | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |

## **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |         |       |  |  |  |  |
|--|---------------|-----------|---------|-------|--|--|--|--|
|  | Director      | 10% Owner | Officer | Other |  |  |  |  |
| MCNAMEE BRIAN A<br>GEN-PROBE INCORPORATED<br>10210 GENETIC CENTER DRIVE<br>SAN DIEGO, CA 92121 | Х             |           |         |       |  |  |  |  |
| Signatures   |               |           |         |       |  |  |  |  |
| /s/ R. William Bowen,<br>Attorney-in-Fact  | 0             | 1/05/2011 |         |       |  |  |  |  |
| **Signature of Reporting Person  |               | Date      |         |       |  |  |  |  |
| Explanation of Poononcool  |               |           |         |       |  |  |  |  |

## **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).
- Represents shares of the issuer's common stock issued to the reporting person pursuant to such individual's election to receive a stock(1) award under the Gen-Probe Incorporated 2003 Incentive Award Plan in lieu of a portion of quarterly cash compensation for service on the issuer's Board of Directors.

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.