

HOLOGIC INC
Form 4
October 24, 2007

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 *
LEVANGIE DANIEL J

(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)
10/22/2007

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)

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)
Common Stock (1)	10/22/2007		A	6,334 A (1)	6,334	D	

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

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SEC 1474 (9-02)

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 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	Amount or Number of Shares
Incentive Stock Option <u>(2)</u>	\$ 16.45	10/22/2007		A		12,156		10/22/2007	11/20/2013	Common Stock	12,156
Nonqualified Stock Option <u>(2)</u>	\$ 16.45	10/22/2007		A		61,659		10/22/2007	11/20/2013	Common Stock	61,659
Incentive Stock Option <u>(2)</u>	\$ 31.62	10/22/2007		A		3,162		10/22/2007	02/09/2015	Common Stock	3,162
Nonqualified Stock Option <u>(2)</u>	\$ 31.62	10/22/2007		A		54,505		10/22/2007	02/09/2015	Common Stock	54,505
Incentive Stock Option <u>(2)</u>	\$ 36.92	10/22/2007		A		2,708		10/22/2007	01/24/2016	Common Stock	2,708
Nonqualified Stock Option <u>(2)</u>	\$ 36.92	10/22/2007		A		83,794		10/22/2007	01/24/2016	Common Stock	83,794
Incentive Stock Option <u>(2)</u>	\$ 36.65	10/22/2007		A		2,728		10/22/2007	01/23/2017	Common Stock	2,728
Nonqualified Stock Option <u>(2)</u>	\$ 36.64	10/22/2007		A		47,250		10/22/2007	01/23/2017	Common Stock	47,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEVANGIE DANIEL J 35 CROSBY DRIVE BEDFORD, MA 01730	X			

Signatures

/s/ Frances S. Crecco, Attorney-in-Fact For: Daniel J.
Levangie

10/24/2007

__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).

- Received in exchange for shares of Cytyc Corporation common stock in connection with the merger of Cytyc Corporation with Nor'easter
- (1) Corp., a wholly-owned subsidiary of Hologic, Inc. (the "Merger"). On the effective date of the Merger, the closing price of Hologic Inc.'s common stock was \$65.63 per share.
 - (2) Received in the Merger in exchange for an option to purchase shares of Cytyc Corporation common stock.

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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