

HOLOGIC INC
Form 4
June 02, 2014

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 *
Casey Mark 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)
05/29/2014

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)
SVP, CAO, GC & Secretary

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	05/29/2014		M		8,000 A \$ 14.5	22,470	D
Common Stock	05/29/2014		S		8,000 D \$ 24.21	14,470	D
Common Stock	05/29/2014		M		1,814 A \$ 14.87	16,284	D
Common Stock	05/29/2014		S		1,814 D \$ 24.2	14,470	D
Common Stock	05/29/2014		M		1,814 A \$ 14.87	16,284	D

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Common Stock	05/29/2014	S	1,814	D	\$ 24.2	14,470	D
Common Stock	05/29/2014	M	8,243	A	\$ 15.75	22,713	D
Common Stock	05/29/2014	S	8,243	D	\$ 24.2	14,470	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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified Stock Option (Right to Buy)	\$ 14.5	05/29/2014		M	8,000	<u>(2)</u> 11/13/2015	Common Stock	8,000	
Non-qualified Stock Option (Right to Buy)	\$ 14.87	05/29/2014		M	1,814	<u>(3)</u> 01/16/2015	Common Stock	1,814	
Non-qualified Stock Option (Right to Buy)	\$ 14.87	05/29/2014		M	1,814	<u>(4)</u> 01/16/2015	Common Stock	1,814	
Non-qualified Stock Option (Right to Buy)	\$ 15.75	05/29/2014		M	8,243	<u>(5)</u> 11/11/2016	Common Stock	8,243	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Casey Mark J
35 CROSBY DRIVE
BEDFORD, MA 01730

SVP, CAO, GC & Secretary

Signatures

/s/ Mark J.

06/02/2014

Casey

**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).

The transaction reported herein reflects an aggregate of sales at prices ranging from \$24.21 and \$24.211, inclusive. The Reporting Person

- (1) further undertakes to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full disclosure with respect to the number of shares sold at each separate price.
- (2) The option becomes exercisable in five equal annual installments beginning November 13, 2009
- (3) The option becomes exercisable in five equal annual installments beginning January 16, 2009.
- (4) The option becomes exercisable in five equal annual installments beginning January 16, 2009.
- (5) The option becomes exercisable in five equal annual installments beginning November 11, 2010.

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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