HOLOGIC INC Form 4/A January 16, 2008

FORM 4

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

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Kingsley Stuart A Issuer Symbol HOLOGIC INC [HOLX] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title _ Other (specify 35 CROSBY DRIVE 11/14/2007 below) PRES., HOLOGIC GYN Surg. Prod. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person 11/16/2007 Form filed by More than One Reporting Person

BEDFORD, MA 01730

(City)	(State)	(Zip) Tal	ole I - Non-	-Derivative	Secur	ities Acquire	ed, Disposed of, o	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie or Disposed o (Instr. 3, 4) Amount	f (D)	uired (A) or Price	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)
Common Stock (1)	11/14/2007		M	100,000	A	\$ 31.1	101,452	D	
Common Stock	11/14/2007		S	100,000	D	\$ 63.2271	1,452	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	Transaction Date 3A. Deemed 4. 5. Number		mber of	Date Exercisable and		7. Title and Amou		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	TransactionDerivative		Expiration Date		Underlying Secur	
Security	or Exercise		any	Code	Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqui	ired (A) or				
	Derivative				Disposed of (D) (Instr. 3, 4, and					
	Security									
					5)					
							Date	Expiration	Title	Am Nui
				Code V	(A)	(D)	Exercisable	Date	S	Sha
Nonqualified									C	
Stock Option	\$ 31.1	11/14/2007		M		100,000	10/22/2007	07/26/2016	Common Stock	10

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kingsley Stuart A 35 CROSBY DRIVE BEDFORD, MA 01730

PRES., HOLOGIC GYN Surg. Prod.

Signatures

/s/ Mark J. Casey, Attorney-in-Fact 01/15/2008

**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).
- (1) Originally issued under Cytyc Corporation's 2004 Omnibus Stock Plan in transactions exempt from section 16 under Rule 16b-3.
- (2) Price not applicable to this transaction

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.

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