## Edgar Filing: Harding David - Form 4

Harding Dav Form 4	vid										
January 29, 2	2010										
FORM	1 4									PPROVAL	
	UNITED	STATES		RITIES Ishingtoi				COMMISSION	N OMB Number:	3235-0287	
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							Estimated burden hou response	urs per			
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Harding David			2. Issuer Name <b>and</b> Ticker or Trading Symbol HOLOGIC INC [HOLX]				ding	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction				(Check un applicable)				
35 CROSBY DRIVE			(Month/Day/Year) 01/28/2010					Director 10% Owner X Officer (give title Other (specify below) below) SVP, International			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
BEDFORD,	, MA 01730							Person	More than One K	eporung	
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivat	ive Sec	urities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transacti Code (Instr. 8) Code V	Dispos (Instr.	red (A) sed of ( 3, 4 an (A or	D) d 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Ren	ort on a separate line	e for each cl	ass of sec	urities ben	eficially	owned	directly	or indirectly.			
Kennider, Kep	or on a separate line	ior caen er	uss 01 sec		Per infe rec dis	rsons ormati juired	who res on cont to resp	spond to the colle tained in this form ond unless the for ntly valid OMB co	are not rm	SEC 1474 (9-02)	

 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	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired ( or Dispose (D) (Instr. 3, 4 and 5)	d of				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 15.08	01/28/2010		А		20,000		<u>(1)</u>	01/28/2017	Common Stock	20,0

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Harding David 35 CROSBY DRIVE BEDFORD, MA 01730			SVP, International				
Signatures							
By: Mark J. Casey, Attorney-Ir	n-Fact For	r: David P.					

Harding	01/29/2010		
<u>**</u> S	ignature 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) This non-qualified stock option was issued pursuant to the Issuer's 2008 Equity Incentive Plan and becomes exercisable in five equal annual installments beginning January 28, 2011.

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.