

HOLOGIC INC
Form 4/A
November 13, 2009

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 *
CUMMING JOHN W

(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)
01/16/2008

4. If Amendment, Date Original Filed(Month/Day/Year)
01/18/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

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	(D)	Price	
Common Stock <u>(1)</u>	01/16/2008		A		80,000	A	\$ 0 125,827	D
Common Stock <u>(2)</u> <u>(3)</u> <u>(4)</u>	01/16/2008		A		2,000	A	\$ 0 2,854 <u>(5)</u>	I by Spouse

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

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Person's spouse were increased by 6,000 and the Reporting Person's Spouse received an additional 854 shares of common stock.

- (6) The option becomes exercisable in five equal annual installments beginning January 16, 2009.

- (7) The amendments reported in this Form 4/A with respect to the options carry through all forms filed during the period from January 16, 2008 through April 7, 2009, when the Reporting Person reported the cancellation, pursuant to the Issuer's Option Exchange Program, of the option granted to the Reporting Person's Spouse on January 16, 2008 and the exchange of such options for a replacement option for a lesser number of shares, having an exercise price equal to 110% of the market price of the underlying stock on the grant date.

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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