

PEKARSKY JOHN R
Form 4
December 09, 2005

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 *
PEKARSKY JOHN R

2. Issuer Name and Ticker or Trading Symbol
HOLOGIC INC [HOLX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
35 CROSBY DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/08/2005

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Vice President

BEDFORD, MA 01730

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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		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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	12/08/2005		M		5,000	A	\$ 5.13	6,138	D	
Common Stock	12/08/2005		M		10,000	A	\$ 4.75	16,138	D	
Common Stock	12/08/2005		M		2,500	A	\$ 7.125	18,638	D	
Common Stock	12/08/2005		M		10,000	A	\$ 9.5	28,638	D	
Common Stock	12/08/2005		M		1,000	A	\$ 27.37	29,638	D	

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Common Stock	12/08/2005	S	25,080	D	\$ 36.3154	4,558	D
Common Stock	12/09/2005	S	3,420	D	\$ 35.4	1,138	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 Security (Instr. 3 and 4)	Am or Num of S	
						Date Exercisable	Expiration Date	Title	
						Code	V (A) (D)		
Non-Qualified Stock Option	\$ 4.75	12/08/2005		M	10,000	09/17/2003 09/17/2012	Common Stock	10	
Non-Qualified Stock Option	\$ 5.13	12/08/2005		M	5,000	11/13/2002 11/13/2011	Common Stock	5,	
Non-Qualified Stock Option	\$ 7.125	12/08/2005		M	2,500	11/06/2004 11/06/2013	Common Stock	2,	
Non-Qualified Stock Option	\$ 9.5	12/08/2005		M	10,000	09/23/2005 09/23/2009	Common Stock	10	
Non-Qualified Stock Option	\$ 27.37	12/08/2005		M	1,000	10/31/2005 10/31/2015	Common Stock	1,	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEKARSKY JOHN R 35 CROSBY DRIVE BEDFORD, MA 01730			Vice President	

Signatures

John Pekarsky

12/09/2005

**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).

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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