

HOLOGIC INC
Form 3
July 26, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â CUMMING JOHN W | | (Month/Day/Year) | HOLOGIC INC [HOLX] | |
| (Last) | (First) | (Middle) | 07/18/2013 | |
| 35 CROSBY DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BEDFORD,Â MAÂ 01730 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President and CEO | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 0 | D | Â |
| Common Stock | 4,422 | I | By Spouse |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|-----------|
| Non-qualified Stock Option (Right to Buy) | Â <u>(1)</u> | 01/16/2015 | Common Stock | 250,000 | \$ 33.31 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(1)</u> | 01/16/2015 | Common Stock | 250,000 | \$ 33.31 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(2)</u> | 11/13/2015 | Common Stock | 713,000 | \$ 14.5 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(3)</u> | 11/11/2016 | Common Stock | 355,082 | \$ 15.75 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(4)</u> | 11/10/2017 | Common Stock | 88,714 | \$ 16.82 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(5)</u> | 11/14/2019 | Common Stock | 24,544 | \$ 19.86 | D | Â |
| Non-qualified Stock Option (Right to Buy) | Â <u>(2)</u> | 11/13/2015 | Common Stock | 28,000 | \$ 14.5 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(6)</u> | 01/16/2015 | Common Stock | 3,108 | \$ 14.87 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(6)</u> | 01/16/2015 | Common Stock | 3,108 | \$ 14.87 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(3)</u> | 11/11/2016 | Common Stock | 15,218 | \$ 15.75 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(4)</u> | 11/10/2017 | Common Stock | 14,683 | \$ 16.82 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(7)</u> | 11/09/2018 | Common Stock | 15,277 | \$ 17.09 | I | By Spouse |
| Non-qualified Stock Option (Right to Buy) | Â <u>(8)</u> | 11/14/2019 | Common Stock | 14,025 | \$ 19.86 | I | By Spouse |
| Restricted Stock Unit Award (right To Receive) | Â <u>(9)</u> | 11/11/2013 | Common Stock | 11,111 | \$ 19.97 | D | Â |
| Restricted Stock Unit Award (right To Receive) | Â <u>(9)</u> | 11/10/2014 | Common Stock | 5,388 | \$ 19.97 | D | Â |
| Restricted Stock Unit Award (right To Receive) | Â <u>(9)</u> | 11/14/2016 | Common Stock | 8,811 | \$ 19.97 | D | Â |
| Restricted Stock Unit Award (right To Receive) | Â <u>(10)</u> | 11/11/2013 | Common Stock | 1,428 | \$ 19.97 | I | By Spouse |
| Restricted Stock Unit Award (right To Receive) | Â <u>(10)</u> | 11/10/2014 | Common Stock | 2,675 | \$ 19.97 | I | By Spouse |
| Restricted Stock Unit Award (right To Receive) | Â <u>(10)</u> | 11/09/2015 | Common Stock | 4,389 | \$ 19.97 | I | By Spouse |

| | | | | | | | |
|---|--------|------------|-----------------|-------|----------|---|-----------|
| Restricted Stock Unit Award (right To Receive) | Â (10) | 11/14/2016 | Common Stock | 5,035 | \$ 19.97 | I | By Spouse |
|---|--------|------------|-----------------|-------|----------|---|-----------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CUMMING JOHN W 35 CROSBY DRIVE BEDFORD, MA 01730 | Â | Â | Â President and CEO | Â |

Signatures

| | |
|--|------------|
| /s/ Mark J. Casey, Attorney-In-Fact for John W. Cumming | 07/26/2013 |
|--|------------|

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option becomes exercisable in five equal annual installments beginning January 16, 2009.
- (2) The option becomes exercisable in five equal annual installments beginning November 13, 2009
- (3) The option, issued pursuant to the 2008 Equity Incentive Plan, becomes exercisable in five equal annual installments beginning November 11, 2010.
- (4) The option, issued pursuant to the 2008 Equity Incentive Plan, becomes exercisable in five equal annual installments beginning November 10, 2011.
- (5) The option becomes exercisable in five equal annual installments beginning November 14, 2013.
- (6) The option becomes exercisable in four equal annual installments beginning April 5, 2010.
- (7) The option becomes exercisable in five equal annual installments beginning November 9, 2012.
- (8) The option becomes exercisable in five equal annual installments beginning November 14, 2013.
- (9) These shares represent restricted stock units (RSUs) awarded to the Reporting Person pursuant to the 2008 Equity Incentive Plan and are subject to vesting as provided in the agreement evidencing the award.
- (10) These shares represent restricted stock units (RSUs) awarded to the Reporting Person's Spouse pursuant to the 2008 Equity Incentive Plan and are subject to vesting as provided in the agreement evidencing the award.

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.