HOLOGIC INC Form 4/A February 20, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

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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)

See Instruction

1(b).

1. Name and Address of Reporting Person * PEKARSKY JOHN R			2. Issuer Name and Ticker or Trading Symbol HOLOGIC INC [HOLX]				0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 35 CROSBY DRIVE		3. Date of Earliest Transaction (Month/Day/Year) 12/12/2007					Director 10% Owner SVP, Sales & Strategic Account				
(Street) BEDFORD, MA 01730			4. If Amendment, Date Original Filed(Month/Day/Year) 12/12/2007					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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									y Owned		
1.Title of Security (Instr. 3)	2. Transaction Day (Month/Day/Year		n Date, if	3. Transactio Code (Instr. 8)	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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	12/12/2007			M	2,500	A	\$ 7.125	4,019 (1)	D		
Common Stock	12/12/2007			M	8,000	A	\$ 27.73	12,019 (1)	D		
Common Stock	12/12/2007			S	10,500	D	\$ 64.3	1,519 (1)	D		

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

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number.

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. Transactic Code (Instr. 8)	5. Number on 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 7.125	12/12/2007		M	2,500	11/06/2004	11/06/2013	Common Stock	2,5
Non-Qualified Stock Option (right to buy)	\$ 27.73	12/12/2007		M	8,000	10/31/2005	10/31/2015	Common Stock	8,0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PEKARSKY JOHN R 35 CROSBY DRIVE BEDFORD, MA 01730

SVP, Sales & Strategic Account

Signatures

Mark J. Casey, Attorney-In-Fact for John R. Pekarsky

02/20/2008

**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) The amendments reported on this Form 4/A, including changes to the amount of securities beneficially owned following reported transaction carry through the Form 4 filed on January 18, 2008.

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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