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| HOLOGIC INC Form 4 | | | | | | | | | |
|--|------------------------------------|---------------------|--|--|---------------------------------|--|--|--|--------------------------|
| FORM 4 | 1 | | | | | | | | PPROVAL |
| | UNITED | STATES | | RITIES A Ashington | | | E COMMISSIO | N OMB Number: | 3235-0287 |
| Check this be if no longer subject to Section 16. Form 4 or | /IENT OI | F CHAI | NGES IN SECUI | Estimated a | imated average den hours per | | | | |
| Form 5 obligations may continue <i>See</i> Instruction 1(b). | Section 17(| a) of the l | Public U | Jtility Hol | lding Co | | nge Act of 1934, of 1935 or Secti 1940 | | |
| (Print or Type Resp | onses) | | | | | | | | |
| 1. Name and Addro SOLTANI PET | | Person [*] | Symbol | er Name an GIC INC | | | 5. Relationship o Issuer | | |
| (Last) | (First) (I | Middle) | 3. Date of Earliest Transaction | | | (Check all applicable) | | | |
| 35 CROSBY D | RIVE | | (Month/) 11/03/2 | Day/Year) 2004 | | | Director X Officer (gi below) | | % Owner ler (specify |
| (Street) BEDFORD, MA 01730 | | | Filed(Month/Day/Year) Applicable Line) _X_Form filed by C | | | One Reporting Po | oint/Group Filing(Check One Reporting Person Iore than One Reporting | | |
| (City) | (State) | (Zip) | | | | a | Person | | |
| 1.Title of 2. T | Transaction Date onth/Day/Year) | 2A. Deem | ed Date, if | 3. Transactio Code (Instr. 8) | 4. Securit | ties (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect |
| Reminder: Report of | on a separate line | e for each cl | ass of sec | | | | | | |
| | | | | | inforr requi | nation con red to resp ays a curre | spond to the colle tained in this form ond unless the fo ntly valid OMB co | n 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 | 6. Date Exercisable and | 7. Title and Amour |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|--------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | 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 | (A) or | (A) or Disposed of (D) (Instr. 3, 4, | | | |
|-------------------------------|------------------------------------|------------|------------------|-----------|----------|---|--------------------|-----------------|---------------------------------|
| | | | | Code Y | / (A) (D |) Date Exercisable | Expiration Date | Title | Amo or Num of Share |
| Non-Qualified Stock Option | \$ 20.35 | 11/03/2004 | | А | 7,500 | 05/03/2005 | 11/03/2009 | Common Stock | 7,5 |

Reporting Owners

| Reporting Owner Name / Address | | Rela | | |
|---|----------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| SOLTANI PETER 35 CROSBY DRIVE BEDFORD, MA 01730 | | | Vice President | |
| Signaturos | | | | |

Signatures

Peter Soltani 11/05/2004 **Signature of Date

Reporting Person

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. 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.