

HOLOGIC INC  
Form 8-K  
July 11, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**Current Report Pursuant to**

**Section 13 or 15(d) of the**

**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) July 11, 2012**

**HOLOGIC, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**DELAWARE**

**(State or Other Jurisdiction of Incorporation)**

0-18281                      04-2902449  
(Commission File Number) (I.R.S. Employer Identification No.)

35 Crosby Drive, Bedford, MA                      01730  
(Address of Principal Executive Offices) (Zip Code)

**(781) 999-7300**

**(Registrant's Telephone Number, Including Area Code)**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On July 11, 2012, Hologic, Inc. (Hologic or the Company) issued a press release announcing that the Company intends to offer \$750 million aggregate principal amount of its senior notes due 2020 in a private offering anticipated to close concurrently with the completion of its acquisition of Gen-Probe Incorporated. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein in its entirety by reference.

*Cautionary Note Regarding Forward-Looking Statements.* Except for historical information contained in the press release attached as Exhibit 99.1 hereto, the press release contains forward-looking statements that involve certain risks and uncertainties that could cause actual results to differ materially from those expressed or implied by these statements. Please refer to the cautionary notes in the press release regarding these forward-looking statements.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit<br>Number | Description   |
|-------------------|---|
| 99.1              | Press Release issued by Hologic, Inc. on July 11, 2012. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 11, 2012 HOLOGIC, INC.

/S/ GLENN P. MUIR

By:

Glenn P. Muir

Executive Vice President, Finance and Administration, and Chief Financial Officer