

**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) September 12, 2024**

**HOLOGIC, INC.**

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

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

**1-36214  
(Commission File Number)**

**04-2902449  
(I.R.S. Employer Identification No.)**

**250 Campus Drive, Marlborough, Massachusetts  
(Address of Principal Executive Offices)**

**01752  
(Zip Code)**

**(508) 263-2900  
(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))

Securities registered pursuant to Section 12(b) of the Act.

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
<b>Common Stock, \$.01 par value</b>	<b>HOLX</b>	<b>The NASDAQ Stock Market LLC</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



## **Item 8.01 Other Events.**

### **Stock Repurchase Program**

On September 12, 2024, the Board of Directors of Hologic, Inc. (the “Company”) authorized a new stock repurchase program, with a five-year term, to repurchase up to \$1.5 billion of the Company’s outstanding common stock. This new stock repurchase authorization is in addition to the Company’s prior stock repurchase authorization, which has approximately \$190 million remaining as of September 12, 2024.

The timing of any stock repurchases will be based upon the continuing analysis of market, financial, and other factors by the Company’s management. Repurchases under the authorized stock repurchase program may be made using a variety of methods, which may include, but are not limited to, open market purchases, privately negotiated transactions, accelerated share repurchase agreements, or purchases pursuant to a Rule 10b5-1 plan under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). The authorized stock repurchase program may be suspended, delayed or discontinued at any time.

### **Cautionary Note Regarding Forward-Looking Statements.**

This communication contains forward-looking statements, including statements related to the Company’s expectations with respect to repurchases of common stock, including the timing and manner of any purchases under the Company’s authorized stock repurchase program. These forward-looking statements are covered by the “Safe Harbor for Forward-Looking Statements” provided by the Private Securities Litigation Reform Act of 1995. The Company has tried to identify these forward-looking statements by using words such as “expect,” “anticipate,” “estimate,” “plan,” “will,” “would,” “should,” “could,” “intend” or similar expressions, but these words are not the exclusive means for identifying such statements. The Company cautions that a number of risks, uncertainties and other factors could cause the Company’s plans and actual results to differ materially from those expressed in, or implied by, the forward-looking statements. Such factors include, but are not limited to, changes in the market price of the Company’s common stock, general market conditions, access to credit or debt capital markets, applicable securities laws and alternative uses of capital. For a detailed discussion of factors that could affect the Company’s future operating results, please see the Company’s filings with the Securities and Exchange Commission, including the disclosures under “Risk Factors” in those filings. Except as expressly required by the federal securities laws, the Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, changed circumstances or future events or for any other reason.

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**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: September 13, 2024

HOLOGIC, INC.

By: /s/ Karleen M. Oberton

Karleen M. Oberton  
Chief Financial Officer

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