

ZWANZIGER RON
Form 4
February 10, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
ZWANZIGER RON

(Last) (First) (Middle)
51 SAWYER ROAD, SUITE 200
(Street)
WALTHAM, MA 02453
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ALERE INC. [ALR]

3. Date of Earliest Transaction (Month/Day/Year)
02/08/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO & President

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/08/2011 ⁽³⁾		M		30,000	A	\$ 14.92
					561,298		⁽¹¹⁾
Common Stock	02/08/2011 ⁽³⁾		M		17,500	D	\$ 39.775
					543,798		⁽⁴⁾
Common Stock					2,600	I	⁽⁵⁾
					9,450	I	⁽⁵⁾
							See Footnote ⁽⁶⁾
							See Footnote ⁽⁷⁾

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Common Stock	191,830 ⁽⁵⁾	I	See Footnote <u>(8)</u>
Common Stock	1,769,902	I	See Footnote <u>(9)</u>
Common Stock	903,828 ⁽¹¹⁾	I	See Footnote <u>(10)</u>

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

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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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Security (Instr. 3 and 4)
Employee Stock Option (Right to Buy)	\$ 14.92	02/08/2011 ⁽³⁾		M	30,000	11/21/2011 ⁽¹⁾ 02/12/2011	Common Stock 30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZWANZIGER RON 51 SAWYER ROAD, SUITE 200 WALTHAM, MA 02453	X		Chairman, CEO & President	

Signatures

/s/ Ron
Zwanziger

02/10/2011

__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) This option was acquired through a restructuring transaction undertaken by the Issuer's former parent, Inverness Medical Technology, inc. in connection with the consummation of the transactions contemplated by the agreement and plan of split-off merger dated as of May 23, 2001 among Johnson & Johnson, Sunrise Acquisition Corp. and Inverness Medical Technology, Inc.

(2) This derivative security does not have a price.

(3) The transactions reported on this Form were made pursuant to a written 10b5-1 trading plan adopted in accordance with SEC Rule 10b5-1. Represents sell to cover exercise of expiring stock options.

(4) Represents the weighted average purchase price. Securities were sold through approximately 25 separate blocks executed on the Transaction Date at an average price of \$39.775. The reporting person hereby undertakes to provide upon request to the SEC, the issuer or any stockholder of the issuer the full information regarding the number of shares and prices at which the transaction was effected.

(5) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 for any purpose.

(6) These securities are owned by the reporting person's spouse.

(7) These securities are owned by a private charitable foundation where the reporting person and the reporting person's spouse along with three others serve as directors on the board. The reporting person and his spouse have recused themselves from any discussion or consideration of the charitable foundation's disposition of these securities.

(8) These securities are owned by the Zwanziger Family Trust for the benefit of the reporting person's children. The reporting person's sister is the trustee.

(9) These securities are owned by Zwanziger Family Ventures, LLC, an LLC managed by the reporting person and the reporting person's spouse.

(10) These securities are owned by a grantor retained annuity trust for which the reporting person is a trustee.

(11) Reflects distribution of 57,088 shares from a retained annuity trust for which the reporting person is a trustee since the reporting person's last report.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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