

MIMMS LARRY  
Form 4  
February 24, 2005

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MIMMS LARRY

(Last) (First) (Middle)

GEN-PROBE  
INCORPORATED, 10210  
GENETIC CENTER DRIVE

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
GEN PROBE INC [GPRO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/22/2005

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
VP, Strat. Plan & Bus. Dev.

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/22/2005		M		12,545	A	\$ 12.29	23,685	D
Common Stock	02/22/2005		M		520	A	\$ 13.655	24,205	D
Common Stock	02/22/2005		S		3,500	D	\$ 49.8	20,705	D
Common Stock	02/22/2005		S <sup>(1)</sup>		400	D	\$ 49.81	20,305	D
Common Stock	02/22/2005		S		300	D	\$ 50.18	20,005	D

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Common Stock	02/22/2005	S	3,300	D	\$ 50.17	16,705	D
Common Stock	02/22/2005	S	450	D	\$ 50.15	16,255	D
Common Stock	02/22/2005	S	1,300	D	\$ 50.14	14,955	D
Common Stock	02/22/2005	S	100	D	\$ 50.13	14,855	D
Common Stock	02/22/2005	S	100	D	\$ 50.12	14,755	D
Common Stock	02/22/2005	S	350	D	\$ 50.06	14,405	D
Common Stock	02/22/2005	S	100	D	\$ 50.01	14,305	D
Common Stock	02/22/2005	S	2,864	D	\$ 50	11,441	D
Common Stock	02/22/2005	S	600	D	\$ 49.97	10,841	D
Common Stock	02/22/2005	S	2,000	D	\$ 49.88	8,841	D
Common Stock	02/22/2005	S	100	D	\$ 49.86	8,741	D
Common Stock	02/22/2005	S	200	D	\$ 49.84	8,541	D
Common Stock	02/22/2005	S	1	D	\$ 49.83	8,540	D
Common Stock	02/22/2005	S	300	D	\$ 49.82	8,240	D
Common Stock	02/22/2005	S	600	D	\$ 49.8	7,640	D

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V (A) (D)						
Employee Stock Option (Right to Buy)	\$ 13.655	02/22/2005	M	520	(2)	08/17/2010	Common Stock	520
Employee Stock Option (Right to Buy)	\$ 12.29	02/22/2005	M	1,832	(3)(4)	09/01/2011	Common Stock	1,832
Employee Stock Option (Right to Buy)	\$ 12.29	02/22/2050	M	10,713	(5)	06/01/2012	Common Stock	10,713

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIMMS LARRY GEN-PROBE INCORPORATED 10210 GENETIC CENTER DRIVE SAN DIEGO, CA 92121			VP, Strat. Plan & Bus. Dev.	

## Signatures

/s/ R. William Bowen,  
Attorney-in-Fact

02/23/2005

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 17, 2004.
- (2) Option vests as follows: 25% vest on 8/17/01; 1/36th vesting monthly following two years.
- (3) Option vests as follows: 25% vest on 9/1/02; 1/48th vesting monthly following three years.
- (4) The Date Exercisable was incorrectly reported on the last Form 4 filed for the reporting person, and has been adjusted herein to reflect the accurate date exercisable.

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(5) Option vests as follows: 25% vest on 6/1/03; 1/48th vesting monthly following three years.

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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