### Edgar Filing: GEN PROBE INC - Form 4

GEN PROBE INC

Ebruary 22, 2007       OME APPROVAL         Format 9       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OME APPROVAL         Check this bay if no longer social 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Securities Exchange Act of 1934, obligations section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       OME APPROVAL         Porm 4 or Form 3       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       S. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol GEN PROBE INC [GPRO] (Law)       S. Relationship of Reporting Person(s) to Issuer         (MidMS LARRY       2. Issuer Name and Ticker or Trading Symbol GEN PROBE INCORPORATED, 10210 GEN PROBE INCORPORATED, 10210 GENETIC CENTER DRIVE       S. Relationship of Reporting Person(s) to Issuer         (Save)       4. If Amendment, Date Original Filed/Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) (Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) (Month/Day/Year)       7. Nature of Check V Annount (D) Over the One Reporting Person (Month/Day/Year)       7. Nature of Check V Annount (D) Over the One Reporting Person (Month/Day/Year)       3. 4. Securities Acquired (A) Check V Annount (D) Over the One Reporting Person (Month/Day/Year)       5. Annount of Check V Annount (D) Over the One Reporting Person (Month/Day/Year)       6. Month (D) Securities Over the One Reporting Person	GEN PROB Form 4	BE INC									
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MB Number: Statement of Changes in Beneficial 2005       Statement of Changes in Beneficial 2005		., 2007									
Check this box if no longer subject to Section 16. Form 4 or Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, may conting. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section MIMMS LARRY Symbol GEN PROBE INC [GPRO] (Lasi) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) GEN-PROBE INCORPORATED, 10210 GEN-PROBE SAN DIEGO, CA 92121 (Steel) 2. Transaction Date 2A. Deemed C(b) (State) (Zip) Table 1- Non-Derivative Securities Acquired (A) 5. Amount of (Month/Day/Year) Code (Instr. 3) (Month/Day/Year) Code (Instr. 4) (Steel) 2. Transaction Date 2A. Deemed C(b) (State) (State) (State) (Check 24. Deemed C(b) (State) (State) (Check 34. and 5) (Month/Day/Year) (Instr. 8) (Code V Amount (D) Price (Common 02/20/2007 M 800 A \$ \$29.525 24,912 D State Common 02/20/2007 S(II) 800 D \$ 24112 D	FORM	Λ4				~~~~			OMB AF	PROVAL	
if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: 2008 Estimated average presponse       2008 Estimated average presponset       2008 Estimated average presponset		UNITED						OMMISSION			
subject to STATEMENT OF CHARGES IN DEXERTED TO WARKSHIP OF Estimated average burden hours per response. 0.5 Section 16. SECURITIES For 4 or for 4 or for the Public Utility Holding Company Act of 1935 or Section arguments and the Public Utility Holding Company Act of 1935 or Section ray continue. 30(h) of the Investment Company Act of 1940 (b). (Print or Type Responses) 1. Name and Address of Reporting Person. 2. Issuer Name and Ticker or Trading GEN PROBE INC [GPRO] (Check all applicable) (Las) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) GEN-PROBE 02/20/2007 below) GEN-PROBE 02/20/2007 Check all applicable) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) GEN-Product Line) - K-Form filed by More than One Reporting Person - Fo		ger							Expires:	-	
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $	Section	6. SECURITIES							Estimated average burden hours per		
1. Name and Address of Reporting Person.: MIMMS LARRY       2. Issuer Name and Ticker or Trading Symbol GEN PROBE INC [GPRO]       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         GEN-PROBE INCORPORATED, 10210 GENETIC CENTER DRIVE       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X. Form filed by More than One Reporting Person -Form filed by More than One Reporting Person         (Citry)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired (A) Transaction Date Security (Instr. 3)       3. A. Securities Acquired (A) Security (Month/Day/Year)       5. Amount of Transaction Date An Security (Instr. 3)       6. Transaction Date Security (Month/Day/Year)       7. Nature of Transaction Discol of (D) Code (Instr. 3, 4 and 5)       5. Amount of Security (Instr. 4)       6. More ship Following       7. Nature of Indirect (Instr. 4)         Common Stock       02/20/2007       M       800       A       \$ 29.525       24.912       D	Form 5 obligations may continue.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										
MIMMS LARRY     Symbol GEN PROBE INC [GPRO]     Issuer       (Last)     (First)     (Middle)     3. Date of Earliest Transaction (Month/Day/Year)     (Check all applicable)       GEN-PROBE INCORPORATED, 10210 GENETIC CENTER DRIVE     02/20/2007	(Print or Type	Responses)									
$ \begin{array}{c c c c c c c c c c c c c c c c c c c $			Symbol	Symbol				Issuer			
GEN-PROBE INCORPORATED, 10210       Officer (give titleOther (specify below)         INCORPORATED, 10210       02/20/2007       ExecutiveVP, Research and Dev.         GENETIC CENTER DRIVE       (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line)         SAN DIEGO, CA 92121       Table I - Non-Derivative Securities Acquired (A)       5. Amount of 0.       7. Nature of Indirect any (Month/Day/Year)         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired (A)       5. Amount of 0.       7. Nature of Indirect any (Instr. 3)         (Instr. 3)       2. Transaction Date finany (Month/Day/Year)       3.       4. Securities Acquired (A)       5. Amount of 0.       7. Nature of Indirect any (Instr. 4)         (Instr. 3)       02/20/2007       M       800       A       \$29.525       24,912       D	(Last)	(First) (I	Middle) 3. Date	of Earliest 7	Transaction	ı		(Check	an applicable	)	
Filed(Month/Day/Year)       Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Applicable Line) _X_Form filed by More than One Reporting Person         1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Transactionor Disposed of (D) Code       5. Amount of Security (Instr. 3, 4 and 5)       6.       7. Nature of Mirect         0wned       Direct (D) Ownership Following       Ownership Form:       Beneficial Direct (D) Ownership (Instr. 4)         Common Stock       02/20/2007       M       800       A       \$ 29.525       24,112       D	INCORPO	02/20/					XOfficer (give titleOther (specify below)				
X_ Form filed by One Reporting Person         City       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) S. Amount of Code (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially Form: Beneficially Form: Beneficially Form: Beneficially Form: Beneficially Form: Beneficially Form: Beneficially Owned (Instr. 4)       6.       7. Nature of Ownership (Instr. 4)         Code       V Amount       (D)       Price       (Instr. 3 and 4)       Direct (D)       Ownership (Instr. 4)         Common Stock       02/20/2007       S(I)       800       A       \$ 29.525       24,912       D		(Street)		-							
SAN DIEGO, CA 92121       Person         (City)       (State)       (Zip)       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.       4. Securities Acquired (A) S. Amount of Code (Instr. 3, 4 and 5)       5. Amount of Securities Beneficially Form: Beneficial Ownership Indirect (D) Ownership or Indirect (D) Ownership (Instr. 4)         Code       V Amount       (D) Price       (A) or Code V Amount (D) Price       Price       (Instr. 4)         Common Stock       02/20/2007       S(I)       800       A       \$ 29,525       24,112       D	_X_ Form filed by One										
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)3.4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5)5. Amount of Securities6.7. Nature of Indirect0.100000000000000000000000000000000000	SAN DIEG	O, CA 92121					-		ore than One Re	porting	
Security (Instr. 3)       (Month/Day/Year)       Execution Date, if any (Month/Day/Year)       Transactionor Disposed of (D) Code       Securities (Instr. 3, 4 and 5)       Ownership Beneficially Owned       Indirect Beneficially Owned         (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       Transactionor Disposed of (D) Code       Securities (Instr. 3, 4 and 5)       Ownership Owned       Indirect         (Month/Day/Year)       (Month/Day/Year)       (Instr. 3, 4 and 5)       (Instr. 4)       Ownership Owned       Ownership Owned       Beneficially Owned       Ownership Ownership         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       (Instr. 8)       Securities       Ownership       Ownership         (Instr. 4)       (Instr. 8)       (Instr. 7)       O       Price       O       Ownership         Code V Amount (D)       Price       M       800       A       \$ 29.525       24,912       D         Common       02/20/2007       S(1)       800       D       \$ 24,112       D	(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	e Secu	irities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
Common Stock       02/20/2007       M       800       A       \$ 29.525       24,912       D         Common 02/20/2007       S(1)       800       D       \$       24,112       D	Security		Execution Date, if any	ate, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Year) (Instr. 8)			(D)	Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
Stock     02/20/2007     M     800     A     \$ 29.525     24,912     D       Common     02/20/2007     S(1)     800     D     \$     24,112     D				Code V	Amount		Price				
(1///(1//(1/))) $(1//(1/))$ $(1//(1/))$ $(1//(1/))$ $(1//(1/))$		02/20/2007		М	800	А	\$ 29.525	24,912	D		
		02/20/2007		S <u>(1)</u>	800	D	\$ 48.7475	24,112	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transacti Code (Instr. 8)	5. Number onof 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 Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 29.525	02/20/2007		М	800	(2)	08/15/2013	Common Stock	800	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Treporting Control France Frances	Director	10% Owner	Officer	Other			
MIMMS LARRY GEN-PROBE INCORPORATED 10210 GENETIC CENTER DRIVE SAN DIEGO, CA 92121			ExecutiveVP, Research and Dev.				
Signatures							
/s/ R. William Bowen,	C	2/20/2007					

Attorney-in-Fact

<u>\*\*</u>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 December 18, 2006.
- (2) Option vests as follows: 25% vested on 8/15/04, with 1/48th vesting monthly over the 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. 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.