

GEN PROBE INC  
Form 4/A  
August 22, 2005

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**BOWEN R WILLIAM**

(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)  
**08/19/2005**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**08/19/2005**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, General Counsel

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)
				(A) or (D) Code V Amount Price			
Common Stock	08/19/2005		S <sup>(1)</sup>	200 D \$ 44.71	9,285	D	
Common Stock	08/19/2005		S <sup>(1)</sup>	600 D \$ 44.72	8,685	D	
Common Stock	08/19/2005		S <sup>(1)</sup>	100 D \$ 44.73	8,585	D	
Common Stock	08/19/2005		S <sup>(1)</sup>	100 D \$ 44.75	8,485	D	
Common Stock	08/19/2005		S <sup>(1)</sup>	100 D \$ 44.76	8,385	D	

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Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.77	8,285	D
Common Stock	08/19/2005	S <sup>(1)</sup>	200	D	\$ 44.78	8,085	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.8	7,785	D
Common Stock	08/19/2005	S <sup>(1)</sup>	1,100	D	\$ 44.85	6,685	D
Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.86	6,585	D
Common Stock	08/19/2005	S <sup>(1)</sup>	100	D	\$ 44.87	6,485	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.89	6,185	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.91	5,885	D
Common Stock	08/19/2005	S <sup>(1)</sup>	300	D	\$ 44.92	5,585	D
Common Stock	08/19/2005	S <sup>(1)</sup>	600	D	\$ 44.93	4,985	D
Common Stock	08/19/2005	S <sup>(1)</sup>	500	D	\$ 44.95	4,485	D

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

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(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 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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOWEN R WILLIAM GEN-PROBE INCORPORATED 10210 GENETIC CENTER DRIVE SAN DIEGO, CA 92121			VP, General Counsel	

## Signatures

/s/ R. William

Bowen

08/22/2005

\*\*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) This amendment is being filed to show the correct sale prices of the 5,000 shares previously reported on the reporting person's Form 4 previously filed on August 19, 2005.

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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