Underwood Thomas Form 3 October 02, 2009

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

response... 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 *

Â Underwood Thomas

(Last) (First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Statement

(Month/Day/Year)

09/24/2009

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

3200 WINDY HILL ROAD, Â SUITE B-100

(Street)

10% Owner Director _X__ Officer Other (give title below) (specify below)

(Check all applicable)

Chief Information Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

ATLANTA, GAÂ 30339

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities

(Instr. 4)

Beneficially Owned

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

Ownership (Instr. 5)

INVERNESS MEDICAL INNOVATIONS INC [IMA]

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable

Expiration Date

Title Amount or Number of Shares

Derivative Security Direct (D) or Indirect

(I)

							(Instr. 5)	
Employee Stock (Right to Buy)	Option Â	(1) 08	8/31/2019	Common Stock	40,000	\$ 35.6	D	Â
Employee Stock (Right to Buy)	Option Â	(2)	6/30/2019	Common Stock	12,000	\$ 35.58	D	Â
Employee Stock	Option Â	(3)	2/13/2018	Common Stock	1,000	\$ 18.91	D	Â
Employee Stock (Right to Buy)	Option Â	(4) 00	6/30/2018	Common Stock	25,000	\$ 33.17	D	Â
Series B Convert	A	(<u>5)</u> Â	<u>(6)</u>	Common Stock	22,636 (7)	\$ 69.32 (5)	D	Â

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships					
roporting o who I tumo / I tumo	Director	10% Owner	Officer	Other		
Underwood Thomas 3200 WINDY HILL ROAD SUITE B-100 ATLANTA, GA 30339	Â	Â	Chief Information Officer	Â		
Signatures						
/s/ Jay McNamara, Attorney in Fact	10/02	/2009				

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 becomes exercisable in four equal annual installments beginning August 31, 2010.
- (2) This option becomes exercisable in four equal annual installments beginning June 30, 2010.
- (3) This option becomes exercisable in four equal annual installments beginning December 31, 2009.
- (4) This option becomes exercisable in four equal annual installments beginning June 30, 2009.
- (5) Convertible at \$69.32, subject to customary antidulition adjustments, if during any calendar quarter the closing price of the common stock exceeds 130% of the Series B conversion price then in effect and in certain other circumstances.
- (6) The Series B preferred stock has no expiration date.
- (7) Each share of Series B preferred stock is convertible, based on a liquidation preference of \$400.00 per share into 5.7703 shares of common stock, plus cash in lieu of fractional shares.

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.

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