## Edgar Filing: EXACT SCIENCES CORP - Form 4

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UNITED	STATES					NGE (	COMMISSION	OMB Number:	3235-0287		
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r											
LIDGARD GRAHAM PETER S			2. Issuer Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to				
			-					Issuer			
			EXACT SCIENCES CORP [EXAS]					(Check all applicable)			
(First)	(Middle)	3. Date of Earliest Transaction				(Chec	(Check an applicable)				
							Director 10% Owner				
SCIENCES		03/09/20	-				_X_Officer (give titleOther (specify below)				
CHARMANY	DRIVE						· · · · · · · · · · · · · · · · · · ·		er		
(Street)		4 If Amer	ndment Dat	e Original			6 Individual or Id	oint/Group Filip	10(Check		
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(black)	(24)	Table	e I - Non-D			ties Ac			-		
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(Monui/Day/Tea		on Date, n		Disposed of (D)			Beneficially (A Owned In	D) or	Beneficial		
	-	/Day/Year)	(Instr. 8)						Ownership		
								(Instr. 4)	(Instr. 4)		
					(A)						
			Coda V	Amount	or	Drigo	(Instr. 3 and 4)				
03/09/2017			М		А	\$0	334,101	D			
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							12 014	т	Held in 401(K)		
							12,017	1	Account		
	4 UNITED box r STATE Filed pu section 17 Section 17 (First) SCIENCES CHARMANY (Street) WI 53719 (State) 2. Transaction Da	4 UNITED STATES	4       UNITED STATES SECUR Was         box       STATEMENT OF CHANG         r       STATEMENT OF CHANG         Section 17(a) of the Public Ut: aue.       Section 17(a) of the Public Ut: 30(h) of the Inv         esponses)       Section 17(a) of the Public Ut: 30(h) of the Inv         esponses)       2. Issuer Symbol EXACT         (First)       (Middle)       3. Date of (Month/Da         SCIENCES       03/09/20         CHARMANY DRIVE       4. If Amer Filed(Month         (Street)       4. If Amer Filed(Month         WI 53719       (State)       (Zip)         (State)       (Zip)       Table         2. Transaction Date       2A. Deemed (Month/Day/Year)         (Month/Day/Year)       Execution Date, if any (Month/Day/Year)	4       UNITED STATES SECURITIES AT Washington, box         r       STATEMENT OF CHANGES IN I SECURI         r       STATEMENT OF CHANGES IN I SECURI         filed pursuant to Section 16(a) of the Section 17(a) of the Public Utility Hold Section 17(a) of the Public Utility Hold Section 17(a) of the Public Utility Hold Section 17(a) of the Investment of Section 17(a) of the Public Utility Hold Section 17(a) of the Investment of Section 17(a) of the Public Utility Hold Section 17(a) of the Public Utility Hold Section 17(a) of the Public Utility Hold Section 30(h) of the Investment of Section 17(a) of the Public Utility Hold Section 30(h) of the Investment of Symbol EXACT SCIENCE         (First)       (Middle)       3. Date of Earliest Transcription 30(h) of 9/2017         (First)       (Middle)       3. Date of Earliest Transcription 30(h)/Day/Year)         (State)       (Zip)       Table I - Non-Do         (Month/Day/Year)       (Instr. 8)         (Month/Day/Year)       (Instr. 8)	4 UNITED STATES SECURITIES AND EXC Washington, D.C. 202 box T STATEMENT OF CHANGES IN BENEFI SECURITIES Filed pursuant to Section 16(a) of the Securiti Section 17(a) of the Public Utility Holding Com ue. tion 30(h) of the Investment Company sponses) dress of Reporting Person 1 2. Issuer Name and Ticker or Symbol EXACT SCIENCES COR (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) SCIENCES 03/09/2017 CHARMANY DRIVE (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) WI 53719 (State) (Zip) Table I - Non-Derivative S 2. Transaction Date 2A. Deemed 3. 4. Securit (Month/Day/Year) Execution Date, if TransactionAcquired any Code Disposed (Month/Day/Year) (Instr. 8) (Instr. 3, Code V Amount 8. 425	4       UNITED STATES SECURITIES AND EXCHAN Washington, D.C. 20549         box       r         STATEMENT OF CHANGES IN BENEFICIAL SECURITIES         Filed pursuant to Section 16(a) of the Securities Ex- section 17(a) of the Public Utility Holding Company aue.         Section 17(a) of the Public Utility Holding Company we.         Section 17(a) of the Public Utility Holding Company aue.         Section 17(a) of the Public Utility Holding Company we.         Section 17(a) of the Public Utility Holding Company aue.         Section 17(a) of the Public Utility Holding Company we.         Section 17(a) of the Public Utility Holding Company aue.         Section 17(a) of the Public Utility Holding Company (First)         Brance         (First)       (Middle)         3. Date of Earliest Transaction (Month/Day/Year)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)         (State)       (Zip)         (State)       (Zip)         (Month/Day/Year)       Execution Date, if TransactionAcquired (A) or (Month/Day/Year)         (Month/Day/Year)       (Instr. 8) (Instr. 3, 4 and (Month/D	4       UNITED STATES SECURITIES AND EXCHANGE ON Washington, D.C. 20549         box       5         f       STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES         Filed pursuant to Section 16(a) of the Securities Exchange         ice.       Section 17(a) of the Public Utility Holding Company Act of 19         ice.       Section 17(a) of the Public Utility Holding Company Act of 19         isponses)       30(h) of the Investment Company Act of 19         isponses)       EXACT SCIENCES CORP [EXAS]         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)         SCIENCES       03/09/2017         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)         (State)       (Zip)         (State)       (Zip)         (State)       2A. Deemed       3.         (Month/Day/Year)       State of Disposed of (D) (Month/Day/Year)         (State)       (Zip)       Table I - Non-Derivative Securities Act         2. Transaction Date       2A. Deemed       3.       4. Securities         (Month/Day/Year)       (Instr. 3) (Instr. 3, 4 and 5)       (A) or         (A)       (D)       (D)       (D)         (A)       (D)       (D)       (D)         (State)       (Zip)       (Inst	4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         box       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         seponses)       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         seponses)       Clissuer Name and Ticker or Trading Symbol EXACT SCIENCES CORP [EXAS]       S. Relationship of Issuer         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director X	7       OMB A         9       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB A         box       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: Estinated a burden hou- response       Expires: Estinated a burden hou- response         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       Section 17(a) of the Public Utility Holding Company Act of 1940         ssponses)       EXACT SCIENCES CORP [EXAS]       Check all applicable (Grins)         (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director       109 below)         SCIENCES       03/09/2017       Director       109 below)       Chief Science Office (Street)       0. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or JourGroup Fili Applicable Line)         (State)       (Zip)       Table I - Non-Derivative Securities       5. Amount of Beneficially (D) or (Month/Day/Year)       6. Ownership Person         (State)       (Zip)       Table I - Non-Derivative Securities (Month/Day/Year)       5. Amount of Beneficially (D) or (Month/Day/Year)       6. Ownership Person         (Month/Day/Year)       3. 4. Securities (Instr. 3, 4 and 5)       5. Amount of Beneficially (D) or (Instr. 4)       6. Ownership Person         (Month/Day/Year)       3. 4. Securities (Ins		

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)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(2)	03/09/2017		М	8,425	(3)	(3)	Common Stock	8,425	\$

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
LIDGARD GRAHAM PETER C/O EXACT SCIENCES CORP. 441 CHARMANY DRIVE MADISON, WI 53719			Chief Science Officer				
Signatures							
/s/ Graham Peter Lidgard by Mark attorney-in-fact	R. Busch	1,	03/13/2017				

<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) Represents shares of common stock received upon vesting of a restricted stock unit award.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (3) Represents a restricted stock unit award granted on March 9, 2015 that partially vested on March 9, 2017. The restricted stock units vest in four equal annual installments beginning on March 9, 2016.

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.