

EXACT SCIENCES CORP

Form 3

October 26, 2009

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â Berger Barry M

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/14/2009

3. Issuer Name **and** Ticker or Trading Symbol
EXACT SCIENCES CORP [EXAS]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Chief Medical Officer6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting PersonC/O EXACT SCIENCES,Â 505
S. ROSA ROAD, STE 123

(Street)

MADISON,Â WIÂ 53719

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

16,358 ⁽¹⁾

I

By 401(k) plan

Common Stock

38,878

D

Â

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 of5. Ownership
Form of
Derivative6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	Â (2)	02/11/2012	Common Stock	4,688	\$ 7.93	D	Â
Stock Option	Â (2)	02/12/2013	Common Stock	15,000	\$ 6.78	D	Â
Stock Option	Â (2)	02/11/2014	Common Stock	20,000	\$ 7.72	D	Â
Stock Option	Â (2)	12/23/2014	Common Stock	60,000	\$ 3.61	D	Â
Stock Option	Â (2)	02/17/2015	Common Stock	20,000	\$ 4.22	D	Â
Stock Option	Â (2)	02/16/2016	Common Stock	35,000	\$ 2.61	D	Â
Stock Option	Â (3)	02/15/2017	Common Stock	75,000	\$ 2.77	D	Â
Stock Option	Â (4)	09/04/2017	Common Stock	75,000	\$ 2.9	D	Â
Stock Option	Â (5)	02/21/2018	Common Stock	90,000	\$ 1.83	D	Â
Stock Option	Â (6)	04/27/2019	Common Stock	250,000	\$ 1.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Berger Barry M C/O EXACT SCIENCES 505 S. ROSA ROAD, STE 123 MADISON, WI 53719	Â	Â	Â Chief Medical Officer	Â

Signatures

June Fontana, Power of Attorney 10/26/2009

__Signature of Reporting Person

Date

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) Represents shares of common stock owned through the Issuer's 401(k) plan based on a plan statement dated as of September 30, 2009

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- (2) These options are fully vested.
- (3) This option was granted on February 15, 2007 and vests in equal monthly installments over the three years following the date of grant.
- (4) This option was granted on September 4, 2007 and vests in equal monthly installments over the three years following the date of grant.
- (5) This option was granted on February 21, 2008 and vests in equal monthly installments over the four years following the date of grant.
- (6) This option vests in four equal installments beginning on April 27, 2010

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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