

LIDGARD GRAHAM PETER
Form 4/A
March 02, 2018

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 *
LIDGARD GRAHAM PETER

(Last) (First) (Middle)

C/O EXACT SCIENCES
CORP., 441 CHARMANY DRIVE

(Street)

MADISON, WI 53719

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

EXACT SCIENCES CORP [EXAS]

3. Date of Earliest Transaction
(Month/Day/Year)

02/26/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

02/28/2018

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Science 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

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: Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|
| | | | Code | V | Amount or Price | | | |
| Common Stock | 02/26/2018 | | M | | 4,587 (1) | A | \$ 13.96 211,183 | D |
| Common Stock | 02/26/2018 | | S | | 4,587 (2) | D | \$ 42.329 206,596 (3) | D |
| Common Stock | 02/26/2018 | | M | | 13,750 (1) | A | \$ 5.7 220,346 | D |
| Common Stock | 02/26/2018 | | S | | 13,750 (2) | D | \$ 42.188 206,596 (4) | D |
| | 02/26/2018 | | M | | | A | \$ 0 215,496 | D |

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| | | | | | | | | | |
|--------------|------------|--|---|---------------|---|------------------|---------|---|------------------------|
| Common Stock | | | | 8,900 (5) | | | | | |
| Common Stock | 02/27/2018 | | S | 4,041 (6) | D | \$ 44.098 | 211,455 | | D |
| Common Stock | 02/27/2018 | | S | 12,647 (2) | D | \$ 43.45 | 198,808 | | D |
| Common Stock | 02/28/2018 | | S | 4,859 (2) | D | \$ 44.636 (7) | 193,949 | | D |
| Common Stock | | | | | | | 12,340 | I | Held in 401(K) Account |

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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Stock Option (right to buy) | \$ 13.96 | 02/26/2018 | | M | 4,587 | (8) | 02/24/2024 | Common Stock |
| Stock Option (right to buy) | \$ 5.7 | 02/26/2018 | | M | 13,750 | (9) | 02/26/2026 | Common Stock |
| Restricted Stock Units | (10) | 02/26/2018 | | M | 8,900 | (11) | (11) | Common Stock |
| Stock Option (right to buy) | \$ 44.37 | 02/27/2018 | | A | 16,700 | 02/27/2019(12) | 02/27/2028 | Common Stock |

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