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LIDGARD GRAHAM PETER

Form 3

August 05, 2009

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

OMB APPROVAL

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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 *

 LIDGARD GRAHAM **PETER**

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year) 08/03/2009

> 4. Relationship of Reporting Person(s) to Issuer

> > (Check all applicable)

SVP, Chief Scientific Officer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O EXACT SCIENCES, 505 S. ROSA ROAD, SUITE 123

(Street)

Director X_ Officer

10% Owner Other (give title below) (specify below)

EXACT SCIENCES CORP [EXAS]

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

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

MADISON. WIÂ 53719

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

0

3. Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

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

Â D

SEC 1473 (7-02)

No securities are beneficially owned

owned directly or indirectly.

Reminder: Report on a separate line for each class of securities beneficially

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

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

4. 5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

1

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect

Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LIDGARD GRAHAM PETER C/O EXACT SCIENCES 505 S. ROSA ROAD, SUITE 123 MADISON, WIÂ 53719

 \hat{A} \hat{A} \hat{A} SVP, Chief Scientific Officer \hat{A}

Signatures

/s/ June Fontana, Power of Attorney 08/05/2009

**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).

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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