

Hooker Ana
Form 3
April 29, 2019

FORM 3

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 *

Â Hooker Ana

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/24/2019

3. Issuer Name **and** Ticker or Trading Symbol
EXACT SCIENCES CORP [EXAS]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

___ Director ___ 10% Owner

☒ Officer ___ Other
(give title below) (specify below)

SVP, Operations

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

___ Form filed by More than One
Reporting Person

C/O EXACT SCIENCES
CORP.,Â 441 CHARMANY
DRIVE

(Street)

MADISON,Â WIÂ 53719

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. 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

75,115

D

Â

Common Stock

1,359

I

Held in 401(K) Plan

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

SEC 1473 (7-02)

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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

4. Conversion
or Exercise

5. Ownership
Form of

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

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock	12,500	\$ (2)	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	2,775	\$ (2)	D	Â
Restricted Stock Units	Â (4)	Â (4)	Common Stock	8,600	\$ (2)	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Stock	10,575	\$ (2)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	9,426	\$ (2)	D	Â
Stock Option (right to buy)	Â (7)	03/09/2025	Common Stock	15,000	\$ 23.38	D	Â
Stock Option (right to buy)	Â (8)	02/28/2026	Common Stock	15,200	\$ 5.03	D	Â
Stock Option (right to buy)	Â (9)	02/23/2027	Common Stock	30,000	\$ 21.68	D	Â
Stock Option (right to buy)	Â (10)	02/27/2028	Common Stock	11,700	\$ 44.37	D	Â
Stock Option (right to buy)	Â (11)	02/26/2029	Common Stock	7,790	\$ 92.62	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hooker Ana C/O EXACT SCIENCES CORP. 441 CHARMANY DRIVE MADISON, WI 53719	Â	Â	Â SVP, Operations	Â

Signatures

/s/ Ana Hooker by Mark R. Busch,
attorney-in-fact

04/29/2019

__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).

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- (1) Represents the unvested portion of a restricted stock unit award granted on February 26, 2016. These restricted stock units vest on February 26, 2020.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (3) Represents the unvested portion of a restricted stock unit award granted on February 29, 2016. These restricted stock units vest on February 28, 2020.
- (4) Represents the unvested portion of a restricted stock unit award granted on February 23, 2017. These restricted stock units vest in two equal annual installments beginning on February 23, 2020.
- (5) Represents the unvested portion of a restricted stock unit award granted on February 27, 2018. These restricted stock units vest in three equal annual installments beginning on February 27, 2020.
- (6) Represents a restricted stock unit award granted on February 26, 2019. These restricted stock units vest in four equal annual installments beginning on February 26, 2020.
- (7) These options vested and became exercisable in four equal annual installments beginning on March 9, 2016, the first anniversary of the grant date.
- (8) 10,150 of these options have vested and become exercisable. The remaining 5,050 options vest and become exercisable on February 28, 2020.
- (9) These options vest and become exercisable in four equal annual installments beginning on February 23, 2018, the first anniversary of the grant date.
- (10) These options vest and become exercisable in four equal annual installments beginning on February 27, 2019, the first anniversary of the grant date.
- (11) These options vest and become exercisable in four equal annual installments beginning on February 26, 2020, the first anniversary of the grant date.

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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