

Edgar Filing: EXACT SCIENCES CORP - Form 3

EXACT SCIENCES CORP
 Form 3
 March 25, 2003

 SEC 1473 POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THE
 (09-02) RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

 FORM 3

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

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
 SECTION 30(h) OF THE INVESTMENT COMPANY ACT OF 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Date of Event Re-	4. Issuer Name AND Ticker
Zenner	Patrick	J.	quiring Statement	EXACT Sciences Corpora
			(Month/Day/Year)	
(Last)	(First)	(Middle)	03/21/03	5. Relationship of Report
				to Issuer (Check all
C/O EXACT Sciences Corporation			3. I.R.S. Identifi-	X Director 10
63 Great Road			cation Number of	-----
			Reporting Person,	Officer (give O
	(Street)		if an entity	title below) b
			(voluntary)	-----
Maynard	MA	01754		
(City)	(State)	(Zip)		

TABLE I -- NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

1. Title of Security	2. Amount of Securities	3. Ownership
(Instr. 4)	Beneficially Owned	Form: Direct
	(Instr. 4)	(D) or Indirect
		(I) (Instr. 5)

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TABLE II - DERIVATIVE SECURITIES BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, AND OTHER DERIVATIVE 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 of Derivative Security
	Date Exercisable	Title	Amount or Number of Shares

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

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Explanation of Responses:

3/24/03

**Signature of Reporting Person

Date

*** By: /s/ Stephen A. Read
Attorney-in-Fact

*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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the person whose signature appears below hereby revokes all powers of attorney previously given and constitutes and appoints Don M. Hardison, John A. McCarthy, Jr. and Stephen Read, and any one of them acting singly, the true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, in any and all capacities (until revoked in writing) to sign any and all instruments, certificates and documents required to be executed on behalf of the undersigned as an individual or on behalf of the undersigned's holding company, as the case may be, pursuant to sections 13 and 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, granting unto said attorneys-in-fact and agents full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as the undersigned might or could do in person thereby ratifying and confirming all that said attorneys-in-fact and agents, or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of the 23rd day of March 2003.

/s/ PATRICK J. ZENNER

Patrick J. Zenner