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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **October 31, 2007**

## EXACT SCIENCES CORPORATION

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**000-32179**

(Commission File Number)

**02-0478229**

(IRS Employer Identification No.)

**100 Campus Drive, Marlborough, Massachusetts**

(Address of Principal Executive Offices)

**01752**

(Zip Code)

Registrant's telephone number, including area code: **(508) 683-1200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions ( *see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure.**

On October 31, 2007 and November 1, 2007 EXACT Sciences Corporation issued press releases, copies of which are being furnished as Exhibit 99.1 and Exhibit 99.2, respectively, to this Report on Form 8-K.

The information in this Report on Form 8-K and Exhibit 99.1 and Exhibit 99.2 attached hereto is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits:

99.1 Press Release issued by the registrant on October 31, 2007, furnished herewith.

99.2 Press Release issued by the registrant on November 1, 2007, furnished herewith.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EXACT Sciences Corporation

November 1, 2007

By: /s/ Charles R. Carelli, Jr.  
Charles R. Carelli, Jr.  
Senior Vice President, Chief Financial  
Officer, Treasurer and Secretary

## EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release issued by the registrant on October 31, 2007, furnished herewith.
99.2	Press Release issued by the registrant on November 1, 2007, furnished herewith.

**Press Release****For further information:****EXACT Sciences Corporation**

Jeffrey R. Luber  
President  
EXACT Sciences Corporation  
+1 (508) 683-1211

**EXACT Sciences to Present at Acumen BioFin Rodman & Renshaw 9<sup>th</sup>  
Annual Healthcare Conference**

**Marlborough, MA – October 31, 2007** – EXACT Sciences Corporation (NASDAQ: EXAS) announced today that it is scheduled to present at the Acumen BioFin Rodman & Renshaw 9<sup>th</sup> Annual Healthcare Conference on Wednesday, November 7, 2007. The presentation will be webcast live and may be accessed by visiting the Investors' section of the Company's website, [www.exactsciences.com](http://www.exactsciences.com).

Jeffrey R. Luber, EXACT Sciences' President, is scheduled to deliver the presentation at 9:50 a.m. ET at the Palace Hotel in New York City. The presentation will include an overview of the Company and upcoming events, as well as a corporate update based on the Company's recent meeting with the Food and Drug Administration (FDA) regarding its DNA technology for colorectal cancer screening. An archived version of the webcast will be available for 30 days.

**EXACT Sciences Corporation**

EXACT Sciences Corporation uses applied genomics to develop effective, patient-friendly screening technologies for use in the detection of cancer. Certain of its technologies have been licensed to Laboratory Corporation of America Holdings® (LabCorp®) for a stool-based DNA assay developed by LabCorp for colorectal cancer screening in the average-risk population and marketed by LabCorp under the name PreGen-Plus™. Colorectal cancer, which is the most deadly cancer among non-smokers, is generally curable if detected early. Despite the availability of colorectal cancer screening and diagnostic tests for more than 20 years, the rate of early detection of colorectal cancer remains low, and deaths from colorectal cancer remain high. EXACT Sciences believes its genomics-based technologies will help enable earlier detection of colorectal cancer so that more people can be effectively treated. EXACT Sciences is based in Marlborough, Mass. PreGen-Plus, the non-invasive colorectal cancer screening testing service offered by LabCorp, has not been approved or cleared by the U.S. Food & Drug Administration.

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This news release contains express or implied forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that are based on current expectations of management. These statements relate to, among other things, our expectations regarding the timing and content of corporate presentations. These statements are neither promises nor guarantees, but are subject to a variety of risks and uncertainties, many of which are beyond our control, and which could cause actual results to differ materially from those contemplated in these forward-looking statements. Existing and prospective investors are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. We undertake no obligation to update or revise the information contained in this press release, whether as a result of new information, future events or circumstances or otherwise. For additional information regarding these and other risks that we face, see the disclosure contained in our filings with the Securities and Exchange Commission, including our most recent Annual Report on Form 10-K and subsequent Quarterly Reports on Form 10-Q.

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**Press Release****For further information:**

**EXACT Sciences Corporation**  
Jeffrey R. Luber  
President  
EXACT Sciences Corporation  
+1 (508) 683-1211

**EXACT Sciences to Present at the Massachusetts Biotechnology Council's  
9<sup>th</sup> Annual MASS Opportunities Investor Conference**

**Marlborough, MA – November 1, 2007** – EXACT Sciences Corporation (NASDAQ: EXAS) announced today that it is scheduled to present at the Massachusetts Biotechnology Council's 9<sup>th</sup> Annual MASS Opportunities Investor Conference on Thursday, November 8, 2007. The presentation will be webcast live and may be accessed by visiting the Investors' section of the Company's website, [www.exactsciences.com](http://www.exactsciences.com).

Jeffrey R. Luber, EXACT Sciences' President, is scheduled to deliver the presentation at 3:45 p.m. ET at the Hilton Logan Airport in Boston. The presentation will provide an overview of the Company and upcoming events. An archived version of the webcast will be available for 30 days.

**EXACT Sciences Corporation**

EXACT Sciences Corporation uses applied genomics to develop effective, patient-friendly screening technologies for use in the detection of cancer. Certain of its technologies have been licensed to Laboratory Corporation of America Holdings® (LabCorp®) for a stool-based DNA assay developed by LabCorp for colorectal cancer screening in the average-risk population and marketed by LabCorp under the name PreGen-Plus™. Colorectal cancer, which is the most deadly cancer among non-smokers, is generally curable if detected early. Despite the availability of colorectal cancer screening and diagnostic tests for more than 20 years, the rate of early detection of colorectal cancer remains low, and deaths from colorectal cancer remain high. EXACT Sciences believes its genomics-based technologies will help enable earlier detection of colorectal cancer so that more people can be effectively treated. EXACT Sciences is based in Marlborough, Mass. PreGen-Plus, the non-invasive colorectal cancer screening testing service offered by LabCorp, has not been approved or cleared by the U.S. Food & Drug Administration.

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