
**UNITED STATES
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): 02/16/2012

EXACT SCIENCES CORPORATION

(Exact name of registrant as specified in its charter)

Commission File Number: 000-32179

Delaware
(State or other jurisdiction of
incorporation)

02-0478229
(IRS Employer
Identification No.)

441 Charmany Drive
Madison, WI 53719
(Address of principal executive offices, including zip code)

(608) 284-5700
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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:

- 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 16, 2012 Maneesh K. Arora was promoted to the position of Chief Operating Officer of Exact Sciences Corporation (the "Company"). Mr. Arora will continue in his role as the Company's Chief Financial Officer.

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

Date: February 24, 2012

By: /s/ Maneesh Arora

Maneesh Arora
Chief Operating Officer and Chief Financial
Officer