

BOSTON SCIENTIFIC CORP
 Form 4
 May 06, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
 LAVIOLETTE PAUL A

2. Issuer Name and Ticker or Trading Symbol
 BOSTON SCIENTIFIC CORP
 [(BSX)]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 ONE BOSTON SCIENTIFIC PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/04/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 SVP & Group President

NATICK, MA 017601537

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/04/2005 | | M | | 150,000 A \$ 6.9375 | 183,854 | D |
| Common Stock | 05/04/2005 | | S | | 10,000 D \$ 29.4 | 173,854 | D |
| Common Stock | 05/04/2005 | | S | | 54,000 D \$ 29.35 | 119,854 | D |
| Common Stock | 05/04/2005 | | S | | 49,700 D \$ 29.37 | 70,154 | D |
| Common Stock | 05/04/2005 | | S | | 36,300 D \$ 29.37 | 33,854 | D |

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| | | | | | | | |
|--------------|------------|--------------|---------|---|-----------|---------|---|
| Common Stock | 05/05/2005 | <u>M</u> (1) | 250,000 | A | \$ 6,9375 | 283,854 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 4,000 | D | \$ 29.15 | 279,854 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 300 | D | \$ 29.19 | 279,554 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 7,200 | D | \$ 29.2 | 272,354 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 3,500 | D | \$ 29.24 | 268,854 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 19,700 | D | \$ 29.25 | 249,154 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 2,100 | D | \$ 29.26 | 247,054 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 93,200 | D | \$ 29.27 | 153,854 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 9,200 | D | \$ 29.28 | 144,654 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 5,100 | D | \$ 29.29 | 139,554 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 71,300 | D | \$ 29.3 | 68,254 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 5,500 | D | \$ 29.31 | 62,754 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 7,100 | D | \$ 29.32 | 55,654 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 2,800 | D | \$ 29.33 | 52,854 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 2,100 | D | \$ 29.34 | 50,754 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 12,200 | D | \$ 29.35 | 38,554 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 2,200 | D | \$ 29.36 | 36,354 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 2,200 | D | \$ 29.37 | 34,154 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 100 | D | \$ 29.39 | 34,054 | D |
| Common Stock | 05/05/2005 | <u>S</u> (1) | 200 | D | \$ 29.4 | 33,854 | D |
| | | | | | | 10,455 | I |

Common
StockBy 401(k)
(2)

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

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(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 6.94 | 05/04/2005 | | M | 150,000 | <u>(3)</u> | 05/09/2005 | Common Stock | 150,000 |
| Stock Option (Right to Buy) | \$ 6.94 | 05/05/2005 | | M ⁽¹⁾ | 250,000 | <u>(3)</u> | 05/09/2005 | Common Stock | 250,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LAVIOLETTE PAUL A ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537 | | | SVP & Group President | |

Signatures

By: /s/ Lawrence J. Knopf,
Attorney-in-fact

05/06/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

(1)

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The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person covering the exercise of options granted to the reporting person and subsequent sale of the underlying securities.

- (2) Balance reflects the most current data available with regard to share holdings in the Company's 401(k) Savings Plan.

Grant to the reporting person of an option to buy a specified number of shares of Common Stock which became exercisable for 10% of

- (3) the aggregate amount on May 9, 1996, 30% on May 9, 1997, 50% on May 9, 1998, 75% on May 9, 1999 and 100% on May 9, 2000, the anniversary date of this grant.

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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