

BOSTON SCIENTIFIC CORP  
 Form 4  
 May 03, 2006

**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 \*  
 DEPARLE NANCY ANN

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)  
 05/03/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/03/2006		M	A	\$ 26,891	31,762	D
Common Stock	05/03/2006		M	A	\$ 35,855	67,617	D
Common Stock	05/03/2006		M	A	\$ 12,746	80,363	D
Common Stock	05/03/2006		S	D	\$ 77,810	2,553	D

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)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.52	05/03/2006		M	26,891	<u>(1)</u> 05/18/2012	Common Stock	26,891
Stock Option (Right to Buy)	\$ 11.42	05/03/2006		M	35,855	<u>(1)</u> 05/19/2013	Common Stock	35,855
Stock Option (Right to Buy)	\$ 16.46	05/03/2006		M	12,746	<u>(1)</u> 05/18/2014	Common Stock	12,746

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEPARLE NANCY ANN ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537	X			

## Signatures

By: /s/ Lawrence J. Knopf,  
Attorney-in-fact 05/03/2006

\_\_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) Reflects options to purchase common stock of Boston Scientific originally granted as options to purchase common stock of Guidant Corporation and assumed by Boston Scientific in connection with its acquisition of Guidant. These options are fully exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.