

BOSTON SCIENTIFIC CORP
 Form 4
 June 02, 2005

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 MORECI STEPHEN F

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)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/31/2005

____ Director
 Officer (give title below) _____ Other (specify below)
 Sr. VP, Endosurgery

ONE BOSTON SCIENTIFIC PLACE

(Street)

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

NATICK, MA 017601537

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|-------|
| | | | | Code | V | Amount | | | | (A) or (D) | Price |
| Common Stock | 05/31/2005 | | M | | | 20,000 | A | \$ 8.5 | 20,206 | D | |
| Common Stock | 05/31/2005 | | M | | | 15,000 | A | \$ 12.5 | 35,206 | D | |
| Common Stock | 05/31/2005 | | M | | | 17,500 | A | \$ 21.255 | 52,706 | D | |
| Common Stock | 05/31/2005 | | S | | | 1,500 | D | \$ 27.48 | 51,206 | D | |
| Common Stock | 05/31/2005 | | S | | | 1,100 | D | \$ 27.45 | 50,106 | D | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|----------|--------|---|-----------|
| Common Stock | 05/31/2005 | S | 13,600 | D | \$ 27.4 | 36,506 | D | |
| Common Stock | 05/31/2005 | S | 5,500 | D | \$ 27.3 | 31,006 | D | |
| Common Stock | 05/31/2005 | S | 700 | D | \$ 27.31 | 30,306 | D | |
| Common Stock | 05/31/2005 | S | 30,100 | D | \$ 27.25 | 206 | D | |
| Common Stock | | | | | | 3,113 | I | By 401(k) |

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

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SEC 1474
(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) | \$ 8.5 | 05/31/2005 | | M | 20,000 | <u>(1)</u> 07/25/2010 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 12.5 | 05/31/2005 | | M | 15,000 | <u>(2)</u> 12/17/2011 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 21.255 | 05/31/2005 | | M | 17,500 | <u>(3)</u> 12/09/2012 | Common Stock | 17,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MORECI STEPHEN F ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537 | | | Sr. VP, Endosurgery | |

Signatures

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

06/02/2005

__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) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on July 25, 2001, 50% on July 25, 2002, 75% on July 25, 2003 and 100% on July 25, 2004, the anniversary date of the grant.
- (2) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on December 17, 2002, 50% on December 17, 2003, 75% on December 17, 2004 and 100% on December 17, 2005, the anniversary date of the grant.
- (3) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on December 9, 2003, 50% on December 9, 2004, 75% on December 9, 2005 and 100% on December 9, 2006, the anniversary date of the 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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