BOSTON SCIENTIFIC CORP

Form 4 July 06, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

SECURITIES

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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(b).

1. Name and Address of Reporting Person *

BEST LAWRENCE C

2. Issuer Name and Ticker or Trading Symbol

BOSTON SCIENTIFIC CORP

[(BSX)]

(Last) (First) (Middle)

(Street)

(State)

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

07/01/2005

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

ONE BOSTON SCIENTIFIC

PLACE

(City)

(Instr. 3)

4. If Amendment, Date Original

Filed(Month/Day/Year)

SVP and CFO 6. Individual or Joint/Group Filing(Check

Applicable Line)

Director

X_ Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

NATICK, MA 017601537

1. Title of 2. Transaction Date 2A. Deemed Security

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership Form: Direct (I) (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

10% Owner

Other (specify

(A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

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 Conversion

3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of **Underlying Securities**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) of Disposed of (I (Instr. 3, 4, and 5)	or O)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount of Number of Shares	
Deferred Stock Units	<u>(1)</u>	07/01/2005		A	50,000	(2)	(2)	Common Stock	50,000	
Stock Option (right to buy)	\$ 26.89	07/01/2005		A	125,000	(3)	07/01/2015	Common Stock	125,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEST LAWRENCE C ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537

SVP and CFO

Signatures

By: Lawrence J. Knopf, Attorney-in-fact 07/06/2005

**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) Each deferred stock unit represents the Company's promise to issue one share of Boston Scientific common stock.
- Shares of common stock will be issued to the reporting person in five equal annual installments beginning on July 1, 2007, the second anniversary of the award, provided the reporting person continues to be an employee of Boston Scientific or in certain circumstances upon the reporting person's retirement from the Company.
- (3) Grant to the reporting person of an option to buy a specified number of shares of common stock of the Company exercisable in equal annual installments on July 1, 2007, 2008, 2009, 2010 and 2011, 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. 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.

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