

BOSTON SCIENTIFIC CORP  
 Form 4  
 September 07, 2010

**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 \*  
 NICHOLAS PETER M

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)  
 09/02/2010

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

C/O BOSTON SCIENTIFIC CORP, 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 01760-1537

(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 or Price					
Common Stock	09/02/2010		J <sup>(1)</sup>		125,000 (2) (3)	D	\$ 0 <sup>(1)</sup>	6,981,021	I	By Ltd. Partnership
Common Stock	09/02/2010		S <sup>(4)</sup>		25,000	D	\$ 5.2421 (5)	6,956,021	I	By Ltd. Partnership
Common Stock								9,212,125	D	
Common Stock								2,413,088	I	By Trust 2 (6)



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the first anniversary of the contract date was less than \$13.26 the contract would then be terminated and the reporting person would deliver shares to the bank.

- If the market price per share upon an early termination was equal to or less than \$11.0513 the reporting person would deliver 125,000 shares to the bank. If the market price per share upon an early termination was greater than \$11.0513, the reporting person would deliver a fewer number of shares. The closing market price per share on September 2, 2010 was \$5.31. Accordingly, Promerica transferred to the bank 125,000 shares of the Issuer's common stock.
- (3) Shares held by a trust of which the reporting person's spouse and brother are trustees and the reporting person's spouse and children are beneficiaries.
  - (4) Sales reported on this form were transacted pursuant to a 105b-1 trading plan.
  - (5) The weighted average sales price reported as stock sales were aggregated for reporting purposes. The per share transaction price ranged from \$5.31 to \$5.13. The reporting person will provide, upon request from an appropriate party, the per share sales volumes and prices.
  - (6) Shares held by a trust of which the reporting person's spouse and brother are trustees and the reporting person's spouse and children are beneficiaries.

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.