

EDWARDS LIFESCIENCES CORP  
Form 4  
August 03, 2006

**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

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 \*  
MUSALLEM MICHAEL A

2. Issuer Name and Ticker or Trading Symbol  
EDWARDS LIFESCIENCES CORP  
[EW]

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

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/01/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board & CEO

C/O EDWARDS LIFESCIENCES CORPORATION, ONE EDWARDS WAY

(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

IRVINE, CA 92614

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |  |
| Common Stock                    | 08/01/2006                           |  | M <sup>(1)</sup>               | 14,000 A \$ 10.1955   | 106,622 <sup>(2)</sup>  | D  |  |
| Common Stock                    | 08/01/2006                           |  | S <sup>(1)</sup>               | 300 D \$ 43.45  | 106,322 <sup>(2)</sup>  | D  |  |
| Common Stock                    | 08/01/2006                           |  | S <sup>(1)</sup>               | 200 D \$ 43.5   | 106,122 <sup>(2)</sup>  | D  |  |
| Common Stock                    | 08/01/2006                           |  | S <sup>(1)</sup>               | 2,400 D \$ 43.52  | 103,722 <sup>(2)</sup>  | D  |  |
|                                 | 08/01/2006                           |  | S <sup>(1)</sup>               | 100 D \$ 43.53  | 103,622 <sup>(2)</sup>  | D  |  |

Edgar Filing: EDWARDS LIFESCIENCES CORP - Form 4

|              |            |             |       |   |          |                    |   |
|--------------|------------|-------------|-------|---|----------|--------------------|---|
| Common Stock |            |             |       |   |          |                    |   |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 600   | D | \$ 43.54 | 103,022 <u>(2)</u> | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 3,900 | D | \$ 43.55 | 99,122 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 400   | D | \$ 43.56 | 98,722 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 1,200 | D | \$ 43.57 | 97,522 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 300   | D | \$ 43.58 | 97,222 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 300   | D | \$ 43.59 | 96,922 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 43.62 | 96,822 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 200   | D | \$ 43.63 | 96,622 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 43.66 | 96,522 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 43.73 | 96,422 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 300   | D | \$ 43.85 | 96,122 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 700   | D | \$ 43.86 | 95,422 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 200   | D | \$ 43.87 | 95,222 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 300   | D | \$ 43.88 | 94,922 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 43.89 | 94,822 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 43.91 | 94,722 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 300   | D | \$ 43.92 | 94,422 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 44    | 94,322 <u>(2)</u>  | D |
| Common Stock | 08/01/2006 | <u>S(1)</u> | 100   | D | \$ 44.08 | 94,222 <u>(2)</u>  | D |
|              | 08/01/2006 | <u>S(1)</u> | 1,600 | D | \$ 44.09 | 92,622 <u>(2)</u>  | D |

Common  
Stock

|                 |        |   |                         |
|-----------------|--------|---|-------------------------|
| Common<br>Stock | 32,434 | I | By 401(k)<br><u>(3)</u> |
|-----------------|--------|---|-------------------------|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** 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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Share |        |
|---|--|---|---|--------------------------------------|--|--|---|------------------------------------|--------|
|   |  |   |   | Code                                 | V  | Date<br>Exercisable  | Expiration<br>Date  | Title                              |        |
|   |  |   |   |                                      | (A)  |  |   |                                    |        |
|   |  |   |   |                                      | (D)  |  |   |                                    |        |
| Employee<br>Stock<br>Option<br>(Right to<br>Aquire) | \$ 10.1955   | 08/01/2006                              |   | M <sup>(1)</sup>                     | 14,000   | 11/18/2000   | 11/18/2007  | Common<br>Stock                    | 14,000 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                   |       |
|--|---------------|-----------|-----------------------------------|-------|
|  | Director      | 10% Owner | Officer                           | Other |
| MUSSALLEM MICHAEL A<br>C/O EDWARDS LIFESCIENCES CORPORATION<br>ONE EDWARDS WAY<br>IRVINE, CA 92614 | X             |           | Chairman of<br>the Board &<br>CEO |       |

## Signatures

|  |            |
|--|------------|
| /s/ Jay P. Wertheim,<br>Attorney-in-fact | 08/03/2006 |
|--|------------|

          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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 16, 2006.
- (2) This Form 4 reflects changes in beneficial ownership only; it does not identify other securities of the Issuer beneficially owned by the reporting person.
- (3) Shares represented on the most recent statement of the 401(k) Plan Administrator where a unitized accounting procedure is utilized to convert the equities to share equivalents.

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.