REINHARDT UWE E

Form 4 May 12, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * REINHARDT UWE E

2. Issuer Name and Ticker or Trading

Symbol

BOSTON SCIENTIFIC CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[(BSX)]

(Last) (First) (Middle)

(State)

05/10/2005

3. Date of Earliest Transaction

(Month/Day/Year) 05/10/2005

below)

10% Owner Officer (give title Other (specify

ONE BOSTON SCIENTIFIC **PLACE**

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X_ Director

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

Issuer

NATICK, MA 017601537

(City)

Common

Common

Stock

Stock

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

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

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

or Code V Amount (D) Price

(A)

2,000 A (1)

\$0 18,000

D

I

By Spouse

Indirect

Beneficial

Ownership

(Instr. 4)

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

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14,000

(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

8.1 De Sec (In

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 proof 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) NED	\$ 29.75 (2)	05/10/2005		A	2,000	(2)	05/10/2015	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting Owner Name / Nauress	Director	10% Owner	Officer	Other		
REINHARDT UWE E ONE BOSTON SCIENTIFIC PLACE NATICK, MA 017601537	X					

Signatures

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

> **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).

05/12/2005

- (1) Annual grant of restricted stock vesting upon the non-employee director's current term of office.
- Grant to the reporting person of options to purchase 2,000 shares of common stock of the Company exercisable in annual installments of 667, 667 and 666 shares each on May 10, 2006, 2007 and 2008, 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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