

TAYLOR JAMES H JR
 Form 4
 February 11, 2003
 SEC Form 4

<p>FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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(f) of the Investment Company Act of 1940</p>	<p>OMB APPROVAL</p> <p style="text-align: center;">—</p> <p>OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5</p>
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<p>1. Name and Address of Reporting Person*</p> <p>Taylor, Jr., James H.</p> <p>(Last) (First) (Middle)</p> <p>One Boston Scientific Place</p> <p>(Street)</p> <p>Natick, MA 01760-1537</p> <p>(City) (State) (Zip)</p> <p>USA</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Boston Scientific Corporation (BSX)</p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Day/Year)</p> <p>February 7, 2003</p> <p>5. If Amendment, Date of Original (Month/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>_____ Director</p> <p>_____ 10% Owner</p> <p><input checked="" type="checkbox"/> Officer</p> <p>_____ Other</p> <p>Officer/Other Description Senior Vice President, Operations</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing</p> <p><input type="checkbox"/> Joint/Group Filing</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

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		— Code V	— Amount A/D Price			
Common Stock	02/07/2003	S	600 D \$40.0300		D	
Common Stock	02/07/2003	S	135 D \$40.5600		D	
Common Stock	02/10/2003	M	25,000 A \$17.0000		D	
Common Stock	02/10/2003	M	50,000 A \$12.2500		D	
Common Stock	02/10/2003	S	36,900 D \$40.0000		D	
Common Stock	02/10/2003	S	100 D \$40.0100		D	
Common Stock	02/10/2003	S	2,400 D \$40.0200		D	
Common Stock	02/10/2003	S	5,300 D \$40.0100		D	
Common Stock	02/10/2003	S	29,700 D \$40.0000		D	
Common Stock	02/10/2003	S	12,700 D \$40.5100	1,599	D	
Common Stock				4,256	I	By 401(k) (1)

Reminder:
Report on a
separate line
for each
class of
securities
beneficially
owned

directly or indirectly.
 * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(over)
 SEC 1474
 (3-99)

**Taylor,
 Jr., James
 H. -
 February
 2003**

**Form 4
 (continued)**

**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)	4. Transaction Code and Voluntary (V) Code (Instr.8) Code V	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year) — (DE) (ED)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)
Stock Option (Right to Buy)	\$17.0000	02/10/2003	M	(D) 25,000	Varies (2) 07/25/2010	Common Stock - 25,000		25,000	D
Stock Option	\$12.2500	02/10/2003	M	(D) 50,000	Varies (3) 12/06/2010	Common Stock		50,000	D

(Right to Buy)						- 50,000			
Stock Option (Right to Buy)	\$28.3125				Varies (4) 05/09/2010	Common Stock - 50,000		50,000	D
Stock Option (Right to Buy)	\$25.0000				Varies (5) 12/17/2011	Common Stock - 25,000		25,000	D
Stock Option (Right to Buy)	\$42.5100				Varies (6) 12/09/2012	Common Stock - 40,000		40,000	D

Explanation of Responses :

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

02-11-2003

** Signature of Reporting Person
Date

Power of Attorney

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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**Taylor,
Jr., James
H. -
February
2003**

**Form 4
(continued)**

**FOOTNOTE
Descriptions
for Boston
Scientific
Corporation
(BSX)**

Form 4 -
February
2003

**James H.
Taylor, Jr.
One Boston
Scientific Place**

**Natick, MA
01760-1537**

**Explanation of
responses:**

**(1) Balance
reflects the most
current data
available with
regard to share
holdings in the
Company's
401(k) Savings
Plan.**

**(2) 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.

(3) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable in approximately equal annual increments on December 6, 2001, 2002 and 2003, the anniversary date of this grant.

(4) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on May 9, 2001, 50% on May 9, 2002, 75% on May 9, 2003 and 100% on May 9, 2004, the anniversary date of the grant.

(5) 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.

(6) 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.

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