

BOSTON SCIENTIFIC CORP
 Form 4
 September 08, 2010

FORM 4

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

OMB APPROVAL

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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)
 09/03/2010

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	09/03/2010		J ⁽¹⁾		125,000 (2) (3)	D	\$ 0 ⁽¹⁾	6,831,021	I	By Ltd. Partnership
Common Stock	09/03/2010		S ⁽⁴⁾		25,000	D	\$ 5.316 (5)	6,806,021	I	By Ltd. Partnership
Common Stock								9,212,125	D	
Common Stock								2,413,088	I	By Trust 2 (6)

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first anniversary of the contract date was less than \$13.4729 the contract would then be terminated and Promerica would deliver shares to the bank pursuant to the early termination provision in the contract.

- Upon early termination, if the market price per share was equal to or less than \$11.2274 Promerica would deliver 125,000 shares to the bank and if the market price per share was greater than \$11.2274, Promerica would deliver a fewer number of shares. The closing market price per share on September 3, 2010 was \$5.35. Accordingly, Promerica transferred to the bank 125,000 shares of the Issuer's common stock.
- (3)
 - (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 \$5.38 to \$5.26. 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.