

BOSTON SCIENTIFIC CORP
 Form 4
 September 03, 2013

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 *
 CAPELLO JEFFREY D

2. Issuer Name and Ticker or Trading Symbol
 BOSTON SCIENTIFIC CORP
 [BSX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP & Chief Financial Officer

(Last) (First) (Middle)
 ONE BOSTON SCIENTIFIC PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 08/29/2013

NATICK, MA 01760-1537

(City) (State) (Zip)

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

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 or Price		
Common Stock	08/29/2013		S		50,000 D \$ 10.71	147,447	D
Common Stock	08/29/2013		M		86,538 A \$ 7.41	233,985	D
Common Stock	08/29/2013		S		86,538 D \$ 10.7035 (1)	147,447	D
Common Stock	08/29/2013		M		388,462 A \$ 7.41	535,909	D
	08/29/2013		S		388,462 D	147,447	D

Common Stock \$ 10.6717
(2)

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of 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)	\$ 7.41	08/29/2013		M	86,538	<u>(3)</u> 02/16/2020	Common Stock 86,538
Stock Option (Right to Buy)	\$ 7.41	08/29/2013		M	388,462	<u>(3)</u> 02/16/2020	Common Stock 388,462

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CAPELLO JEFFREY D
 ONE BOSTON SCIENTIFIC PLACE
 NATICK, MA 01760-1537

EVP & Chief Financial Officer

Signatures

/s/ Theresa R. Boni,
 Attorney-in-fact

09/03/2013

**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 price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.70 to \$10.715 per share. The reporting person undertakes to provide, upon request by an appropriate entity or person, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (1).

(2) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.64 to \$10.715 per share. The reporting person undertakes to provide, upon request by an appropriate entity or person, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (2).

(3) Grant to reporting person of an option to purchase a specified number of shares of common stock vesting in four equal annual installments beginning on February 16, 2011, the first anniversary 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.

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