MACLEAN ROBERT G
Form 4
March 03, 2003
SEC Form 4

FORM 4 **[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).**	UNITED STATES SECURITIES AND EXCHANGE COMMISSION **Washington, D.C. 20549** **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** 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	OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	4. Statement for (Month/Day/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
MacLean, Robert G. (Last) (First) (Middle) **One Boston Scientific Place** (Street) **Natick, MA 01760-1537** (City) (State) (Zip) **USA**	**Boston Scientific Corporation (BSX)** 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	**February 28, 2003** 5. If Amendment, Date of Original (Month/Year)	______ Director ______ 10% Owner __x__ Officer ______ Other Officer/Other Description **Senior Vice President, Human Resources** 7. Individual or Joint/Group Filing (Check Applicable Line) x Individual Filing _ Joint/Group Filing

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 ofMonth (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

		Code | V	Amount | A/D | Price			
Common Stock	**02/28/2003**	**M** |	**20,000** | **A** | **$20.6875**		**D**	
Common Stock	**02/28/2003**	**S** |	**20,000** | **D** | **$44.0000**	17,670	**D**	
Common Stock				3,574	**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).

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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)	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)	$20.6875	02/28/2003	**M** |	(D) 20,000	**Varies (2)** | **05/09/2006**	Common Stock - **20,000**	$44.0000	60,000	**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

03-03-2003

** 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.

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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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FOOTNOTE Descriptions for Boston Scientific Corporation (BSX)

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Robert G. MacLean
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 to buy a specified number of shares of Common Stock

exercisable 10% on May 9, 1997, 30% on May 9, 1998, 50% on May 9, 1999, 75% on May 9, 2000 and 100% on May 9, 2001, the anniversary date of this grant.