

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

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|--|---|--|--|
| <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> | |
| <p>1. Name and Address of Reporting Person*</p> <p>MacLean, Robert G.</p> <p style="text-align: center;">—</p> <p>(Last) (First) (Middle)</p> <p>One Boston Scientific Place</p> <p style="text-align: center;">—</p> <p>(Street)</p> <p>Natick, MA 01760-1537</p> <p style="text-align: center;">—</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 style="text-align: center;">—</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 28, 2003</p> <p style="text-align: center;">—</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%</p> <p><u>Owner</u></p> <p>_____ <input checked="" type="checkbox"/> Officer</p> <p>_____ Other</p> <p>Officer/Other Description <u>Senior Vice President, Human Resources</u></p> <p style="text-align: center;">—</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> |

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 | 02/28/2003 | 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).

(over)
SEC 1474
(3-99)

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**MacLean,
Robert G.**

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**February
2003**

**Form 4
(continued)**

| |
|---|
| <p>Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls,</p> |
|---|

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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) | 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) | 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.

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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**MacLean,
Robert G.**

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**February
2003**

**Form 4
(continued)**

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

Form 4 -
February
2003

**Robert G.
MacLean
One Boston
Scientific Place**

**Natick, MA
01760-1537**

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**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.

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