

BOSTON SCIENTIFIC CORP

Form 3

July 26, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Baim Donald S

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/25/2006

3. Issuer Name and Ticker or Trading Symbol

BOSTON SCIENTIFIC CORP [(BSX)]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

ONE BOSTON SCIENTIFIC PLACE

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Chief Medical & Scient. Officer

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 017601537

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

2,032

I

By Trust ⁽¹⁾

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Deferred Stock Units	Â (2)	Â (2)	Common Stock	50,000	\$ (3)	D	Â
Stock Option (Right to Buy)	Â (4)	07/10/2016	Common Stock	50,000	\$ 16.36	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Baim Donald S ONE BOSTON SCIENTIFIC PLACE NATICK,Â MAÂ 017601537	Â	Â	Â Chief Medical & Scient.Officer	Â

Signatures

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

07/26/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares held in joint nominee trust of which the reporting person and his spouse are the beneficial owners.
- (2) Shares of common stock will be issued to the reporting person in three equal annual installments beginning on July 10, 2007, the first anniversary of the award. The Deferred Stock Units are subject to accelerated vesting in certain circumstances.
- (3) Each deferred stock unit represents the Company's promise to issue one share of Boston Scientific common stock.
- (4) Grant to the reporting person of an option to purchase 50,000 shares of common stock vesting in four equal annual installments beginning on July 10, 2007, the anniversary date 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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