

EDWARDS LIFESCIENCES CORP

Form 4

August 03, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FOSTER STUART L

(Last) (First) (Middle)

C/O EDWARDS LIFESCIENCES
CORPORATION, ONE EDWARDS
WAY

(Street)

IRVINE, CA 92614

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

EDWARDS LIFESCIENCES CORP
[EW]

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

08/02/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Corp VP, Technology/Discovery

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/02/2005		M		40,000	A	\$ 13.875	49,737	D
Common Stock	08/02/2005		S		2,200	D	\$ 45.42	47,537	D
Common Stock	08/02/2005		S		700	D	\$ 45.43	46,837	D
Common Stock	08/02/2005		S		600	D	\$ 45.44	46,237	D
	08/02/2005		S		4,900	D	\$ 45.45	41,337	D

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Common Stock							
Common Stock	08/02/2005	S	3,800	D	\$ 45.46	37,537	D
Common Stock	08/02/2005	S	3,000	D	\$ 45.47	34,537	D
Common Stock	08/02/2005	S	200	D	\$ 45.48	34,337	D
Common Stock	08/02/2005	S	2,800	D	\$ 45.49	31,537	D
Common Stock	08/02/2005	S	300	D	\$ 45.5	31,237	D
Common Stock	08/02/2005	S	700	D	\$ 45.51	30,537	D
Common Stock	08/02/2005	S	700	D	\$ 45.57	29,837	D
Common Stock	08/02/2005	S	100	D	\$ 45.58	29,737	D
Common Stock	08/02/2005	S	4,500	D	\$ 45.71	25,237	D
Common Stock	08/02/2005	S	11,200	D	\$ 45.65	14,037	D
Common Stock	08/02/2005	S	300	D	\$ 45.67	13,737	D
Common Stock	08/02/2005	S	4,000	D	\$ 45.62	9,737 ⁽¹⁾ ⁽²⁾	D

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

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(9-02)

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)		Title

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					Date Exercisable	Expiration Date			Amount or Number of Shares
Employee Stock Option (Right to Acquire)	\$ 13.875	08/02/2005	M	40,000	04/04/2003	04/03/2010	Common Stock	40,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOSTER STUART L C/O EDWARDS LIFESCIENCES CORPORATION ONE EDWARDS WAY IRVINE, CA 92614			Corp VP, Technology/Discovery	

Signatures

Jay P. Wertheim, 08/03/2005
Attorney-in-fact

__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) This Form 4 reflects changes in beneficial ownership only; it does not identify other securities of the Issuer beneficially owned by the reporting person.
- (2) This amount includes quarterly acquisitions of shares under the Edwards Lifesciences Corporation Employee Stock Purchase Plan as reflected on the most recent report of the plan administrator.

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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