

TAYLOR JAMES H JR  
 Form 4  
 December 11, 2002  
 SEC Form 4

<p><b>FORM 4</b></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><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b></p> <p>Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></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>
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<p>1. Name and Address of Reporting Person*</p> <p><b>Taylor, Jr., James H.</b></p> <p>(Last) (First) (Middle)</p> <p><b>One Boston Scientific Place</b></p> <p>(Street)</p> <p><b>Natick, MA 01760-1537</b></p> <p>(City) (State) (Zip)</p> <p><b>USA</b></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Boston Scientific Corporation (BSX)</b></p>	<p>4. Statement for (Month/Day/Year)</p> <p><b>December 9, 2002</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p>_____ Director</p> <p>_____ 10%</p> <p>Owner</p> <p><input checked="" type="checkbox"/> Officer</p> <p>_____ Other</p> <p>Officer/Other Description <b>Senior Vice President, Operations</b></p>
		<p>5. If Amendment, Date of Original (Month/Year)</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 I V	-			
			Amount A/D Price			
<b>Common Stock</b>				16,338	D	

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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**Form 4  
(continued)**

**Table II -  
Derivative  
Securities  
Acquired,  
Disposed of,  
or  
Beneficially  
Owned  
(e.g., puts,  
calls,  
warrants,  
options,  
convertible  
securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date	4. Transaction	5. Number of	6. Date Exercisable(DE) and Expiration	7. Title and Amount of Underlying	8. Price of Derivative	9. Number of Derivative	10. Owner-
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	Code and Voluntary (V) Code (Instr.8) <hr/> Code I V	Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	Date(ED) (Month/Day/Year)  — (DE)   (ED)	Securities (Instr. 3 and 4)	Security (Instr.5)	Securities Beneficially Owned at End of Month (Instr.4)	ship Form of Derivative Security: Direct (D) or Indirect (I)
Stock Option (Right to Buy)	\$42.5100	12/09/2002	A	(A) 40,000	Varies (1)   <b>12/09/2012</b>	Common Stock - <b>40,000</b>		40,000	D
Stock Option (Right to Buy)	\$28.3125				Varies (2)   <b>05/09/2010</b>	Common Stock - <b>50,000</b>		50,000	D
Stock Option (Right to Buy)	\$17.0000				Varies (3)   <b>07/25/2010</b>	Common Stock - <b>50,000</b>		50,000	D
Stock Option (Right to Buy)	\$12.2500				Varies (4)   <b>12/06/2010</b>	Common Stock - <b>100,000</b>		100,000	D
Stock Option (Right to Buy)	\$25.0000				Varies   <b>12/17/2011</b>	Common Stock - <b>25,000</b>		25,000	D

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal  
By: Lawrence J. Knopf, Attorney-in-fact  

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**12-10-2002**

Violations. **\*\* Signature of Reporting Person**

See 18 **Date**

U.S.C. 1001  
and 15 U.S.C.  
78ff(a). **James H. Taylor, Jr.**

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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2002**

**Form 4  
(continued)**

**FOOTNOTE  
Descriptions  
for Boston  
Scientific  
Corporation  
BSX**

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December  
2002

**James H.  
Taylor, Jr.  
One Boston  
Scientific Place**

Natick, MA  
01760-1537

—  
**Explanation of responses:**

(1) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on December 9, 2003, 50% on December 9, 2004, 75% on December 9, 2005 and 100% on December 9, 2006, the anniversary date of the grant.

(2) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on May 9, 2001, 50% on May 9, 2002, 75% on May 9, 2003 and 100% on May 9, 2004, the anniversary date of the grant.

(3) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable 25% on July 25, 2001, 50% on July 25, 2002, 75% on July 25, 2003 and 100% on July 25, 2004, the anniversary date of the grant.

(4) Grant to the reporting person of an option to buy a specified number of shares of Common Stock exercisable in approximately equal annual increments on December 6,

2001, 2002 and  
2003, the  
anniversary date  
of this grant.

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