

ABELE JOHN E  
 Form 4  
 December 26, 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>Abele, John E.</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>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Day/Year)</p> <p><b>December 24, 2002</b></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><input checked="" type="checkbox"/> Director</p> <p><input checked="" type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer</p> <p><input type="checkbox"/> Other</p> <p>Officer/Other Description</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>
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**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	12/24/2002	M	70,000   A   \$12.2500	26,880,250	D	
Common Stock	10/14/2002	G (1)   V	1,300,000   D	0	I	By Corporation
Common Stock				200,000	I	By Spouse (2)
Common Stock				230,719	I	By Trust (3)

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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(continued)**

<b>Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>
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(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)	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)	\$12.2500	12/24/2002	M	(D) 70,000	Varies (4)   <b>12/06/2010</b>	Common Stock - <b>70,000</b>		50,000	D
Stock Option (Right to Buy)	\$24.8125				Varies (5)   <b>05/05/2007</b>	Common Stock - <b>160,000</b>		160,000	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: Lawrence J. Knopf, Attorney-in-fact

\_\_\_\_\_  
12-26-2002  
 \*\* Signature of Reporting Person  
 Date  
**John E. Abele**

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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**Form 4  
(continued)**

**FOOTNOTE  
Descriptions  
for Boston  
Scientific  
Corporation  
BSX**

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2002

**John E. Abele  
One Boston  
Scientific Place**

**Natick, MA  
01760-1537**

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**Explanation of  
responses:**

**(1) Bona fide gift  
for no  
consideration.**

**(2) Common  
stock held by the  
reporting  
person's wife. The**

reporting person disclaims beneficial ownership of these shares.

(3) Common stock held by trust for the benefit of the reporting person's child of which the reporting person is a trustee. The reporting person disclaims beneficial ownership of these shares.

(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.

(5) Grant to the reporting person of options to buy a specified number of shares of Common Stock which become exercisable for 10% of the aggregate amount on May 5, 1999, 30% on May 5, 2000, 50% on May 5, 2001, 75% on May 5, 2002 and 100% on May 5, 2003, the anniversary date of this grant.