

SANDMAN PAUL W  
 Form 4  
 January 07, 2003  
 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>
<p>1. Name and Address of Reporting Person*</p> <p><b>Sandman, Paul W.</b></p> <p style="text-align: center;">—</p> <p>(Last) (First)                  (Middle)</p> <p><b>One Boston Scientific Place</b></p> <p style="text-align: center;">—</p> <p>(Street)</p> <p><b>Natick, MA 01760-1537</b></p> <p style="text-align: center;">—</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 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><b>January 3, 2003</b></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% Owner</p> <p><input checked="" type="checkbox"/> Officer</p> <p>_____ Other</p> <p>Officer/Other Description <b><u>Sr. Vice President and General Counsel</u></b></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	01/03/2003	F (1)		1,902   <b>D</b>   <b>\$43.8000</b>	15,565	<b>D</b>
Common Stock					1,450	<b>I</b>   <b>By Custodian For Child</b>

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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2003**

**Form 4  
(continued)**

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

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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)	11.
			Code   V		— (DE)   (ED)					

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

\_\_\_\_\_  
**01-07-2003**  
\*\* Signature of Reporting Person  
Date  
**Paul W. Sandman**

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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January 2003

**Paul W.  
Sandman  
One Boston  
Scientific Place**

**Natick, MA  
01760-1537**

**—  
Explanation of  
responses:**

**(1) Withholding  
of shares to  
satisfy tax  
withholding  
obligations in  
connection with  
vesting of  
restricted stock.**

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