

BOSTON SCIENTIFIC CORP
Form SC 13G/A
February 14, 2008

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

INFORMATION STATEMENT PURSUANT TO RULES 13D-1 AND 13D-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 1) (1)

Boston Scientific Corporation

(Name of Issuer)

Common Stock, \$0.01 par value per share

(Title or Class of Securities)

101137 10 7

(CUSIP Number)

December 31, 2007

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of

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IN

(2) Includes 1,246,500 shares subject to exercisable options to acquire our common stock. Also includes 54,635,185 owned by a limited partnership of which the Reporting Person is the General Partner and a limited partner.

(3) Shares held by the Reporting Person and his spouse.

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ITEM 1(A). NAME OF ISSUER:

Boston Scientific Corporation, a Delaware corporation (the "Company")

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

c/o Boston Scientific Corporation
One Boston Scientific Place
Natick, MA 01760

ITEM 2(A). NAME OF PERSON FILING:

Peter M. Nicholas

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

c/o One Boston Scientific Place
Natick, MA 01760-1537

ITEM 2(C). CITIZENSHIP:

United States of America

ITEM 2(D). TITLE OF CLASS OF SECURITIES:

Common Stock, \$0.01 par value per share, (the "shares")

ITEM 2(E). CUSIP NUMBER:

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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

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ITEM 9. NOTICE OF DISSOLUTION OF A GROUP:

Not applicable.

ITEM 10. CERTIFICATION:

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2008

(Date)

By: /s/ Peter M. Nicholas

Name: Peter M. Nicholas