

GUIDANT CORP  
Form 425  
March 08, 2006

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **March 8, 2006**

**BOSTON SCIENTIFIC CORPORATION**

(Exact Name of Registrant as Specified in Its Charter)

|   |  |                          |  |
|---|--|--------------------------|--|
| <b>Delaware</b>   |  | <b>001-11083</b>         | <b>04-2695240</b>                          |
| (State or Other Jurisdiction of<br>Incorporation)         |  | (Commission File Number) | (I.R.S. Employer Identification<br>Number) |
|   |  |                          |  |
| <b>One Boston Scientific Place, Natick, Massachusetts</b> |  |                          | <b>01760-1537</b>                          |
| (Address of Principal Executive Offices)                  |  |                          | (Zip Code)                                 |

Registrant's Telephone Number, Including Area Code: **(508) 650-8000**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01. Other Events**

Boston Scientific Corporation has voluntarily withdrawn and re-filed its notification under the Hart-Scott-Rodino (HSR) Antitrust Improvements Act of 1976 in connection with its pending acquisition of Guidant Corporation. This procedural step is consistent with Boston Scientific's plan as of the date of signing its agreement and plan of merger with Guidant on January 25, 2006. Boston Scientific currently expects the merger to close during the week of April 3.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BOSTON SCIENTIFIC CORPORATION

By: /s/ Lawrence J. Knopf  
Name: Lawrence J. Knopf  
Title: Vice President and Assistant General Counsel

Dated: March 8, 2006