

Boston Scientific Corporation

Country: Unites States
 Meeting Type: AGM
 Meeting Date: 11 May 2004
 ISIN Code: US1011371077

Item	Description	Issue	TMF Vote	Mgmt Vote
1.1	Elect Director Ursula M. Burns	B. Directors and Remuneration	FOR	FOR
1.2	Elect Director Marye Anne Fox	B. Directors and Remuneration	FOR	FOR
1.3	Elect Director N.J. Nicholas, Jr.	B. Directors and Remuneration	WITH-HOLD	FOR
	<i>Non-employee director, not independent by ECGS as he is the brother of the co-founder of the company. Of the 12 member board of directors, 3 are executives. If nominations go through as proposed, 6 of the 9 non-executive directors will be independent, i.e. 50% of the board, which is close to recommended minimum threshold.</i>			
1.4	Elect Director John E. Pepper	B. Directors and Remuneration	FOR	FOR
2	Ratify Auditors	C. Auditors	AGAINST	FOR
	<i>Ernst & Young LLP proposed. Excessive non-audit fees in relation to audit fees. In addition, as ECGS reports, "the current board member Mr Grove was head of Ernst & Young for 17 years. Although not a member of the audit committee we regard Mr Grove's presence on the board as sufficiently material to warrant auditor rotation."</i>			