

BOSTON SCIENTIFIC CORP  
Form 8-K  
July 06, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

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FORM 8-K

CURRENT REPORT

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

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Date of Report (Date of earliest event reported): June 29, 2012

BOSTON SCIENTIFIC CORPORATION  
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	1-11083 (Commission file number)	04-2695240 (IRS employer identification no.)
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One Boston Scientific Place, Natick, Massachusetts (Address of principal executive offices)	01760-1537 (Zip code)
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Registrant's telephone number, including area code: (508) 650-8000

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 communication 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 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

Effective June 29, 2012, Boston Scientific Corporation (the “Company”) entered into an agreement with Boston Scientific Funding LLC; Old Line Funding, LLC; Royal Bank of Canada; Liberty Street Funding LLC; and The Bank of Nova Scotia (the “Amendment”), which amended the Amended and Restated Credit and Security Agreement, dated as of November 7, 2007, by and among Boston Scientific Funding LLC; the Company; Old Line Funding, LLC; Victory Receivables Corporation; The Bank of Tokyo-Mitsubishi UFJ, Ltd., New York Branch; Royal Bank of Canada; Liberty Street Funding LLC; and The Bank of Nova Scotia (as amended, the “Credit Agreement”) to (i) extend the term of the Credit Agreement through June 28, 2013, (ii) remove Victory Receivables Corporation and The Bank of Tokyo-Mitsubishi UFJ, Ltd., New York Branch, as parties to the Credit Agreement and any other Transaction Document (as defined in the Credit Agreement), and (iii) make certain technical amendments to the Credit Agreement.

The Amendment also amended the Amended and Restated Receivables Sale Agreement, dated as of November 7, 2007, by and between the Company and each of its direct or indirect wholly-owned subsidiaries that become a seller thereunder and Boston Scientific Funding LLC, to make certain technical amendments thereto. In connection and concurrently with the Amendment, the Amended Fee Letter described in the Credit Agreement was amended and restated to modify certain fees thereunder.

Certain of the lenders party to the Credit Agreement and the Amendment are lenders under the Company's credit facility entered into on April 18, 2012 and previously disclosed by the Company on a Current Report on Form 8-K, and perform certain commercial banking, investment banking and advisory services for the Company from time to time.

The foregoing description of the Amendment is qualified in its entirety by reference to the full text thereof, a copy of which is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

ITEM 2.03 CREATION OF A DIRECT FINANCIAL OBLIGATION OR AN OBLIGATION UNDER AN OFF-BALANCE SHEET ARRANGEMENT OF A REGISTRANT.

The information set forth above under Item 1.01 is hereby incorporated by reference into this Item 2.03.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

Exhibit No. Description

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| 10.1 | Amendment #6 to Amended and Restated Credit and Security Agreement, Amendment #2 to Amended and Restated Receivables Sale Agreement and Restatement of Amended Fee Letter, dated as of June 29, 2012, by and among Boston Scientific Funding LLC; Boston Scientific Corporation; Old Line Funding, LLC; Royal Bank of Canada; Liberty Street Funding LLC; and The Bank of Nova Scotia |
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SIGNATURE

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

Date: July 6, 2012

BOSTON SCIENTIFIC CORPORATION

By: /s/ Vance R. Brown  
Vance R. Brown  
Vice President and Chief Corporate Counsel

INDEX TO EXHIBITS

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