

# Non-GAAP Reconciliation

## Three Months Ended March 31, 2017 (unaudited)

### QTD Rounded P&L

| <i>In millions, except per share data</i>               |                               | GAAP Results   | Amortization     | Restructuring-Related Charges | Acquisition-Related Charges (Credits) | Litigation-Related Charges | Adjusted Results |
|---|-------------------------------|----------------|------------------|-------------------------------|---------------------------------------|----------------------------|------------------|
| Net sales   |                               | \$ 2,160       |                  |                               |                                       |                            | \$ 2,160         |
| Cost of products sold                                   |                               | 650            |                  | 12                            | 3                                     |                            | 635              |
| <b>Gross profit</b>                                     |                               | <b>1,510</b>   | —                | (12)                          | (3)                                   | —                          | <b>1,525</b>     |
|   | <i>Gross margin</i>           | 69.9%          |                  |                               |                                       |                            | 70.6%            |
| Selling, general and administrative expenses            |                               | 794            |                  | 3                             | 11                                    |                            | 780              |
|   | <i>SG&amp;A margin</i>        | 36.8%          |                  |                               |                                       |                            | 36.1%            |
| Research and development expenses                       |                               | 235            |                  |                               | 3                                     |                            | 232              |
|   | <i>R&amp;D margin</i>         | 10.9%          |                  |                               |                                       |                            | 10.8%            |
| Royalty expense   |                               | 17             |                  |                               |                                       |                            | 17               |
|   | <i>Royalty expense margin</i> | 0.8%           |                  |                               |                                       |                            | 0.8%             |
| Amortization expense                                    |                               | 143            | 143              |                               |                                       |                            | —                |
| Contingent consideration expense (benefit)              |                               | (50)           |                  |                               | (50)                                  |                            | —                |
| Restructuring charges                                   |                               | 4              |                  | 4                             |                                       |                            | —                |
| Litigation-related charges                              |                               | 3              |                  |                               |                                       | 3                          | —                |
|   |                               | 1,146          | 143              | 7                             | (36)                                  | 3                          | 1,029            |
| <b>Operating income</b>                                 |                               | <b>364</b>     | (143)            | (19)                          | 33                                    | (3)                        | <b>496</b>       |
|   | <i>Operating margin</i>       | 16.9%          |                  |                               |                                       |                            | 23.0%            |
| Other income (expense):                                 |                               |                |                  |                               |                                       |                            |                  |
| Interest expense  |                               | (57)           |                  |                               |                                       |                            | (57)             |
| Other, net  |                               | (2)            |                  |                               |                                       |                            | (2)              |
| <b>Income before income taxes</b>                       |                               | <b>305</b>     | (143)            | (19)                          | 33                                    | (3)                        | <b>437</b>       |
| Income tax expense                                      |                               | 15             | \$ (21)          | \$ (4)                        | \$ 1                                  | (1)                        | 40               |
| <b>Net (loss) income</b>                                |                               | <b>\$ 290</b>  | <b>\$ (122)</b>  | <b>\$ (15)</b>                | <b>\$ 32</b>                          | <b>\$ (2)</b>              | <b>\$ 397</b>    |
| <b>Net income per common share - assuming dilution</b>  |                               | <b>\$ 0.21</b> | <b>\$ (0.09)</b> | <b>\$ (0.01)</b>              | <b>\$ 0.02</b>                        | <b>\$ 0.00</b>             | <b>\$ 0.29</b>   |
| Weighted average shares outstanding - assuming dilution |                               | 1,390.2        | 1,390.2          | 1,390.2                       | 1,390.2                               | 1,390.2                    | 1,390.2          |

Margin rates are based on actual, non-rounded amounts and may not recalculate precisely.

# Use of Non-GAAP Measures

To supplement Boston Scientific's consolidated financial statements presented on a GAAP basis, the Company discloses certain non-GAAP financial measures, including adjusted net income and adjusted net income per share that exclude certain amounts. These non-GAAP financial measures are not in accordance with generally accepted accounting principles in the United States.

The GAAP financial measure most directly comparable to adjusted net income is GAAP net income and the GAAP financial measure most directly comparable to adjusted net income per share is GAAP net income per share. A reconciliation of the non-GAAP financial measures included in this document to the corresponding GAAP measures is included in Boston Scientific's most recent earnings release filed with the SEC on Form 8-K. In addition, an explanation of the ways in which Boston Scientific management uses these supplemental non-GAAP measures to evaluate its business, and the substantive reasons why Boston Scientific management believes that these non-GAAP measures provide useful information to investors is included under "Use of Non-GAAP Financial Measures" in the Company's most recent earnings release filed with the SEC on Form 8-K. This additional non-GAAP financial information is not meant to be considered in isolation from or as a substitute for financial information prepared in accordance with GAAP.