BAUSCH & LOMB INC

Form 4 May 18, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ZARRELLA RONALD L

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

BAUSCH & LOMB INC [BOL]

(Check all applicable)

(Last)

(First)

3. Date of Earliest Transaction

Director

10% Owner

ONE BAUSCH & LOMB PLACE

(Month/Day/Year) 05/17/2005

_X__ Officer (give title below)

_ Other (specify

Chairman & CEO

(Street)

(Ctata)

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

Person

ROCHESTER, NY 14604-

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	05/17/2005		J <u>(1)</u>	25,000	A	\$ 0 (1)	51,529	D	
Common Stock	05/17/2005		S(2)	100	D	\$ 76.56	51,429	D	
Common Stock	05/17/2005		S(2)	1,000	D	\$ 76.55	50,429	D	
Common Stock	05/17/2005		S(2)	700	D	\$ 76.53	49,729	D	
Common Stock	05/17/2005		S(2)	5,100	D	\$ 76.52	44,629	D	

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Common Stock	05/17/2005	S(2)	4,600	D	\$ 76.51	40,029	D	
Common Stock	05/17/2005	S(2)	300	D	\$ 76.5	39,729	D	
Common Stock	05/17/2005	S(2)	1,200	D	\$ 76.49	38,529	D	
Common Stock	05/17/2005	S(2)	700	D	\$ 76.43	37,829	D	
Common Stock	05/17/2005	S(2)	500	D	\$ 76.42	37,329	D	
Common Stock	05/17/2005	S(2)	1,000	D	\$ 76.41	36,329	D	
Common Stock	05/17/2005	S(2)	700	D	\$ 76.4	35,629	D	
Common Stock	05/17/2005	S(2)	100	D	\$ 76.38	35,529	D	
Common Stock	05/17/2005	S(2)	4,500	D	\$ 76.35	31,029	D	
Common Stock	05/17/2005	S(2)	1,300	D	\$ 76.34	29,729	D	
Common Stock	05/17/2005	S(2)	600	D	\$ 76.33	29,129	D	
Common Stock	05/17/2005	S(2)	100	D	\$ 76.31	29,029	D	
Common Stock	05/17/2005	S(2)	2,500	D	\$ 76.3	26,529	D	
Common Stock						990 (3)	I	By 401(k) Plan
Class B Stock	05/17/2005	M	25,000	A	\$ 29.845	90,561	D	
Class B Stock	05/17/2005	J <u>(1)</u>	25,000	D	\$ 0 (1)	65,561	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Non-Qualified Stock Options	\$ 29.845	05/17/2005		M			25,000	02/25/2004	02/25/2013	Class B Stock	25,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZARRELLA RONALD L ONE BAUSCH & LOMB PLACE ROCHESTER, NY 14604-

Chairman & CEO

Signatures

A. Robert D. Bailey, by Power of Attorney

05/18/2005

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Exchange of Class B stock for an equal amount of Common stock on a 1-for-1 basis, in accordance with the terms of the Class B stock. The conversion is exempt under Rule 16b-6.
- (2) Common shares sold pursuant to a Rule 10b5-1 trading plan entered into on January 28, 2005.
- (3) Includes shares credited to the reporting person's 401(k) Plan on March 31, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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