

FORM OF CONVERSION NOTICE

To: Bausch & Lomb Incorporated

The undersigned registered Holder of this security hereby exercises the option to convert this security, or portion hereof (which is \$1,000 principal amount or an integral multiple thereof) designated below, for shares of Common Stock of Bausch & Lomb Incorporated in accordance with the terms of the Indenture referred to in this security, and directs that the shares, if any, issuable and deliverable upon such conversion, together with any check for cash deliverable upon such conversion in lieu of fractional shares, and any securities representing any unconverted principal amount hereof, be issued and delivered to the registered Holder hereof unless a different name has been indicated below. If shares or any portion of this security not converted are to be issued in the name of a Person other than the undersigned, the undersigned shall pay all transfer taxes payable with respect thereto.

This notice shall be deemed to be an irrevocable exercise of the option to convert this security.

Dated:

Signature(s)

Signature(s) must be guaranteed by a commercial bank or trust company or a member firm of a major stock exchange if shares of Common Stock are to be issued, or securities to be delivered, other than to or in the name of the registered Holder.

Signature Guarantee

Fill in for registration of shares if to be delivered, and securities if to be issued other than to and in the name of registered Holder:

(Name)

Certificate No(s) of securities (not required for Global Securities) _____

(Street Address)

Principal amount to be converted (if less than all): \$_____,000

(City state and zip code)

Social Security or Other Taxpayer I.D. Number

Please print name and address