FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

MB APF	PROVAL
lumber:	3235-0287
ted average	burden
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	lumber: ted average

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* PATRICOF ALAN J				2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]						(Ch	Relationship of eck all applications X	able)	Person(s) to Iss			
(Last) (First) (Middle) GREYCROFT, LLC					3. Date of Earliest Transaction (Month/Day/Year) 10/31/2016							Officer below)	(give title	Other (below)	specify	
292 MADISON AVENUE, 20TH FLOOR				ŀ	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable				
(Street) NEW YO	ORK N	Y	10017									Lin	X Form fi	led by More t	eporting Perso	
(City)	(Si	tate)	(Zip)													
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)				Execution Date,			tion Date, Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)		ed (A) or tr. 3, 4 and	Beneficia Owned F	s Forn ally (D) o ollowing (I) (Ir	. Ownership orm: Direct D) or Indirect) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			
							Code V	Amount	(A) or (D)	Price	Reported Transact (Instr. 3	ion(s)		(Instr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	ise (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Co	Transaction Code (Instr				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Co	de V	(4	Α)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Dividend Equivalent Rights	(1)	10/31/2016		A	\	1	183.79		(2)	(2)	Common Stock	183.79	\$120.48	34,249.69	D	

Explanation of Responses:

Remarks:

/s/ Kelli A. DiLuglio, as Attorney-in-Fact

11/01/2016

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

^{1.} The rights convert into Common Stock on a 1-for-1 basis.

^{2.} Acquired as quarterly dividends on October 31, 2016. The rights were granted as a component of the Phantom Stock Units that were awarded under the Second Amendment and Restatement of the Boston Properties, Inc. 1997 Stock Option and Incentive Plan or, following May 15, 2012, under the Boston Properties, Inc. 2012 Stock Option and Incentive Plan to non-employee directors who elected to receive Phantom Stock Units in lieu of director cash compensation fees. The rights are to be settled in shares of Common Stock (except that fractional units, if any, will be settled in cash) upon the Reporting Person's retirement from the Boston Properties Board of Directors.