FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Vashington, D.C. 205	549

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OMB APPROVAL											
OMB Number:	3235-0287										
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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* <u>KLEIN JOEL</u>			2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES LTD PARTNERSHIP [N/A]								heck all appl	icable) or		Owner			
(Last) OSCAR	`	rst) ((Middle)			3. Date of Earliest Transaction (Month/Day/Year) 05/31/2023							Office below	r (give title)	Othe belo	r (specify v)	
295 LAFAYETTE STREET, 6TH FLOOR				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) NEW Y	ORK N	Y :	10012												filed by More	Reporting Pe than One R	
(City)	(S	tate) ((Zip)		Rul	Rule 10b5-1(c) Transaction Indication											
						Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						ended to					
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da				Execution Date,		Transaction Dispos Code (Instr. 5)		Secu spose	rities Acquired (A) or ed Of (D) (Instr. 3, 4 a		nd Securit Benefic Owned	ies ially Following	6. Ownership Form: Direct (D) or Indirec (I) (Instr. 4)	Ownership			
							Code	/ Am	nount	(A) (D)	Price	Reporte Transac (Instr. 3	ction(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 3. Transaction Date (Month/Day/Ye)			Execution Date,		4. Transaction Code (Instr. 8)		of I		6. Date Exercisable and Expiration Date (Month/Day/Year)		und	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)	Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership oct (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable	Expirat Date	tion	Title	Amount or Number of Shares				
LTIP Units ⁽¹⁾	(1)	05/31/2023			A		3,390		(1)(2)	(1)		Common OP Units	3,390	\$0.25	14,238	D	

Explanation of Responses:

1. Represents units of limited partnership interest in the Issuer issued pursuant to Boston Properties, Inc.'s ("BXP"), the Issuer's general partner, equity based incentive programs ("LTIP Units"). Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each LTIP Unit may be converted, at the election of the Issuer or the holder, into a common unit of limited partnership interest in the Issuer ("Common OP Unit"). Each Common OP Unit acquired upon conversion of an LTIP Unit may be presented for redemption, at the election of the holder, for cash equal to the then fair market value of a share of BXP's common stock, except that BXP may, at its election, acquire each Common OP Unit so presented for one share of BXP's common stock. LTIP Units

2. The 3,390 LTIP Units will vest on the earlier of (i) May 31, 2024 and (ii) the date of BXP's 2024 annual meeting of stockholders.

Remarks:

/s/ Kelli A. DiLuglio, as 06/02/2023 Attorney-in-Fact

** Signature of Reporting Person

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.