SEC Form 4							
FO	RM 4	UNITED S	TATES SECURITIES AND EXCHANGE CC Washington, D.C. 20549	OMB APPROVAL			
Section 16. F obligations m	ay continue. See	to STATE	Filed pursuant to Section 16(a) of the Securities Exchange Act of 193 or Section 30(h) of the Investment Company Act of 1940		OMB Number: 3235-0287 Estimated average burden hours per response: 0.5		
		Person [*]	2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2023	Officer (g below)	ive title Other (specify below)		
		, INC.	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) BOSTON	MA	02199			, , ,		
(City)	(State)	(Zip)			or written plan that is intended 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 Image: Company						

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.				5. Amount of Securities Beneficially Owned Following	(D) or Indirect	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 1. Title of 3. Transaction 3A. Deemed 5. Number 7. Title and 8. Price of 9. Number of 10. 11. Nature Derivative Security (Instr. 3) Transaction Code (Instr. 8) Amount of Securities Underlying Expiration Date (Month/Day/Year) Conversion Date Execution Date Derivative derivative Ownership of Indirect or Exercise (Month/Day/Year) if any (Month/Day/Year) Derivative Security (Instr. 5) Securities Form: Direct (D) Beneficial Price of Securities Beneficially Ownership Acquired (A) or Disposed Derivative Security Derivative Security (Instr. 3 and 4) Owned Following or Indirect (I) (Instr. 4) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount or Number Expiration Date of Shares v (D) Code (A) Exercisable Date Title Commo Phantom Stock, 06/30/2023 (2) 450.87 26,632.82⁽³⁾ (1) A 450.87 (2) \$57.59 D Stock par valu Units \$0.01

Explanation of Responses:

1. The Phantom Stock Units convert to Boston Properties, Inc. common stock on a 1-for-1 basis.

2. The Phantom Stock Units are awarded under the Boston Properties, Inc. ("BXP") 2021 Stock Incentive Plan to non-employee directors who elected to receive Phantom Stock Units in lieu of director cash compensation fees. The Phantom Stock Units are to be settled in shares of BXP common stock (except that fractional units, if any, will be settled in cash) in a lump sum or in ten annual installments, at the reporting person's election, following the reporting person's retirement from the BXP Board of Directors. In addition, non-employee directors who elect a deferred payout following their retirement may make one or more elections to convert a portion (but only in 25% increments) of their notional investment from BXP common stock to a deemed investment in one or more measurement funds. These elections may only be made after the director's service on the BXP Board of Directors ends. Amounts notionally invested in measurement funds will be settled in cash instead of BXP common stock.

3. Includes 472.18 Phantom Stock Units received pursuant to dividend equivalent rights which were credited to the reporting person on April 28, 2023.

Remarks:

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

07/05/2023

** 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.

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