FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

	wasnington,	D.C. 20549	
STATEMENT	OF CHANGES II	N BENEFICIAL	OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
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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

	nd Address of	Reporting Person*							er or Tradi			(P]		Relationship leck all appli		Person(s) to Iss	uer
Emiger	Caror D.	•										-		X Director	or	10% O	wner
(Last) (First) (Middle) C/O POST ROCK ADVISORS, LLC					3. Date of Earliest Transaction (Month/Day/Year) 06/30/2015								Officer below)	(give title	Other (below)	specify	
ONE ROCKEFELLER PLAZA, 28TH FLOOR			4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)							6.	6. Individual or Joint/Group Filing (Check Applicable					
(0)					•				_				Lin	,			
(Street) NEW Y	ORK N	Y	10020												iled by More t	eporting Perso han One Repo	
(City)	(S	tate)	(Zip)											Persor	I		
		Tab	le I - Non	n-Deriv	/ative	e Se	curities	Ac	quired, l	Disp	osed o	f, or Be	neficia	ly Owned	I		
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				Execution Date,		3. Transaction Code (Instr. 8) 8 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)				Benefici Owned I	es Forr ally (D) of Following (I) (II	Ownership orm: Direct O) or Indirect) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	unt (A) or P		Reporte Transac (Instr. 3	tion(s)		(Instr. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution I if any (Month/Day	Date,	ate, 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)		
					Code	v	(A)	(D)	Date Exercisabl		expiration Date	Title	Amount or Number of Shares				
Phantom Stock Units	(1)	06/30/2015			Α		134.44		(2)		(2)	Common Stock	134.44	\$121.04	13,511.18 ⁽³) D	

Explanation of Responses:

- 1. The Phantom Stock Units convert to Common Stock on a 1-for-1 basis
- 2. The Phantom Stock Units are awarded 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 Phantom Stock Units 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, Inc. Board of Directors
- 3. Includes Phantom Stock Units received pursuant to dividend equivalent rights which were credited to the Reporting Person when and as dividends were paid on Boston Properties, Inc. Common Stock.

Remarks:

/s/ Kelli A. DiLuglio, as 07/01/2015 Attorney-in-Fact

** 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.