FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washi

Washington, D.C. 20549	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235	

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	OMB Number:	3235-0287
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ı	hours por rosponso:	0.5

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

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1. Name and Address of Reporting Person* PATRICOF ALAN J					2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
FAIRI	COP ALI	<u> 111 J</u>												X Directo	or	10% O	wner
(Last) (First) (Middle) GREYCROFT, LLC						3. Date of Earliest Transaction (Month/Day/Year) 01/28/2016								Officer below)	(give title	Other (below)	specify
	1																
292 MA	DISON AV	ENUE, 20TH FI	LOOR		4. 1	f Amei	ndment, D	Date o	of Original Fil	ed (Mc	onth/Da	ıy/Year)	6. 1	ndividual or 3	loint/Group Fi	ling (Check Ap	plicable
					-		,		Ü	`		,	Lin	•	·		•
(Street)														X Form f	led by One R	eporting Perso	n
NEW YO	ORK N	Y	10017													han One Repo	rting
					-									Persor	l		
(City)	(S	tate)	(Zip)														
		Tab	le I - Nor	n-Deriv	/ativ	e Se	curities	s Ac	quired, D	ispos	sed o	f, or Be	neficial	ly Owned	<u> </u>		
1 Title of 9	Security (Ins	tr 3)		2. Trans	saction	ction 2A. Deemed 3. 4. Securities Acquired (A)						ed (A) or	A) or 5. Amount of 6. Ownership 7. Natur				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						ear) E	Execution Date, if any (Month/Day/Yea		, Transaction Dis Code (Instr. 5)		isposed	posed Of (D) (Instr. 3,		Securitie Benefici	ties Fo	rm: Direct or Indirect	of Indirect Beneficial Ownership
					Ι,	(' '		Amount (A) or (D)		. 1	- Reported	d	((Instr. 4)	
									Code			' Ar	Price		Transaction(s) (Instr. 3 and 4)		
		-	Fahla II -	Deriva	tive	Sacı	ıritine	Δοα	uired, Dis	nnee	ad of	or Ben	aficially	Owned			
		·							, options					Owned			
1. Title of	2.	3. Transaction	3A. Deeme	d [4.		5. Numb	oer	6. Date Exer	cisable	e and	7. Title an	d Amount	8. Price of	9. Number of	10.	11. Nature
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Da if any (Month/Day/Y	Date,	Transa Code (8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)			of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
													Amount				
													or Number				
					Code	v	(A)	(D)	Date Exercisable	Expi Date	ration	Title	of Shares				
Dividend Equivalent Rights	(1)	01/28/2016			A		537.06		(2)	((2)	Common Stock	537.06	\$115.44	33,167.81	D	

Explanation of Responses:

Remarks:

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

02/01/2016

** 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 January 28, 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 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.