## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL				
OMB Number:	3235-0287				
Estimated average burd	den				
hours per response:	0.5				
	OMB Number: Estimated average burd				

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 an SELSA	<u>B</u>	Susuer Name and Ticker or Trading Symbol     BOSTON PROPERTIES INC [ BXP ]      Jate of Earliest Transaction (Month/Day/Year)									all ap Dire	plicable) ctor er (give title w)	below	Owner (specify				
(Last) (First) (Middle)  BOSTON PROPERTIES, INC.  599 LEXINGTON AVENUE						03/13/2012										Senior Vio	e President	
(Street) NEW YORK NY 10022 (City) (State) (Zip)					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person				
		Tabl	le I -	Non-Deriv	/ativ	e Sec	urities	Ac	quir	ed, I	Disposed	of, or	Benefic	ially	Own	ed		
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye						2A. Deemed Execution Dat if any (Month/Day/Ye		on Date, Tr		ction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and			Benefic		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								С	ode	v	Amount	(A) or (D)	Price		Transaction(s) (Instr. 3 and 4)			(111501.4)
Common Stock, par value \$0.01 03/13/2012							2		S		6,000	D	\$105.06	.0608(1)		628.2919	D	
Common Stock, par value \$0.01 03/14/2012						2			S		6,255	D	\$106.15	6.1548 <sup>(2)</sup>		373.2919	D	
Common Stock, par value \$0.01																800	I	By child
		Та	able	II - Derivat (e.g., p							sposed of				wned			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)			eaction (Instr.	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed	6. Date Exercisable and Expiration Date (Month/Day/Year)			Amor Secu Unde Deriv Secu	7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		rice of vative urity tr. 5)	ive derivative y Securities	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exer	: rcisab	Expiration le Date	ı Title	Amount or Number of Shares					

## **Explanation of Responses:**

- 1. Represents the weighted average sale price. These shares were sold in multiple transactions at sale prices ranging from \$105.00 to \$105.16, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- 2. Represents the weighted average sale price. These shares were sold in multiple transactions at sale prices ranging from \$106.00 to \$106.26, inclusive. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

Kelli A. DiLuglio, as Attorneyin-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.