

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K
CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): NOVEMBER 6, 2002

BOSTON PROPERTIES, INC.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

DELAWARE

1-13087

04-2473675

(STATE OR OTHER JURISDICTION
OF INCORPORATION)

(COMMISSION FILE NUMBER)

(IRS EMPLOYER
IDENTIFICATION NO.)

111 HUNTINGTON AVENUE, BOSTON, MASSACHUSETTS 02199

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

(617) 236-3300

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)

N/A

(FORMER NAME, FORMER ADDRESS AND FORMER FISCAL YEAR,
IF CHANGED SINCE LAST REPORT)

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) EXHIBITS

EXHIBIT NO.

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99.1 The Boston Properties, Inc. investor presentation slides used from November 6, 2002 through November 8, 2002.

ITEM 9. REGULATION FD DISCLOSURE.

In connection with certain investor presentations from November 6, 2002 through November 8, 2002, Boston Properties, Inc. will be using the information attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Current Report on Form 8-K (including Exhibit 99.1) is furnished pursuant to Item 9 and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing of the Company under the Securities Act of 1933, as amended. Furthermore, the furnishing of this Current Report on Form 8-K is not intended to constitute a determination by the Company that the information is material or that the dissemination of the information is required by Regulation FD.

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SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be filed on its behalf by the undersigned, thereunto duly authorized.

BOSTON PROPERTIES, INC.

Dated: November 6, 2002

By: /s/ Douglas T. Linde

Name: Douglas T. Linde
Title: Chief Financial Officer

[BOSTON PROPERTIES LOGO]

This presentation may contain forward-looking statements within the meaning of the Federal securities laws. Forward-looking statements are inherently subject to risks and uncertainties, many of which cannot be predicted with accuracy. Acquisitions that are pursued by Boston Properties may not be consummated for a variety of reasons, including a failure to reach agreement with the selling party regarding the acquisition price or other terms of a contribution or acquisition agreement. Information contained in this presentation regarding current and future market conditions is based on the Company's assessment of the market and is subject to the uncertainties inherent in such an assessment. In particular, national and regional economic conditions and the rate of new construction and rehabilitation in a market will affect projected rents and the cost of lease renewals.

DISTRIBUTION BASED ON GAAP NOI AND SF (1)

		CBD				SUB			
MARKETS		SF	%SF	GAAP NOI	% NOI	SF	%SF	GAAP NOI	%NOI
New York	NY	8,471,197	20%	\$78.2	34.4%	-	0%	-	0.0%
Boston	BOS	6,662,812	16%	\$36.6	16.1%	4,574,990	11%	\$15.9	7.0%
Washington DC	DC	4,695,009	11%	\$18.2	8.0%	5,975,308	14%	\$23.0	10.1%
San Francisco	SF	5,056,174	12%	\$32.6	14.3%	1,181,853	3%	\$3.6	1.6%
Princeton	NJ	-	0%	\$0.0	0.0%	2,769,482	6%	\$9.9	4.3%
Other	OTH	3,279,615	8%	\$9.2	4.1%	161,000	0%	\$0.2	0.1%
Total		28,164,807	66%	\$174.8	77%	14,662,633	34%	\$52.5	23.1%

ALL PROPERTIES					
MARKETS		SF	%SF	GAAP NOI	%NOI
New York	NY	8,471,197	20%	\$78.2	34.4%
Boston	BOS	11,237,802	26%	\$52.5	23.1%
Washington DC	DC	10,670,317	25%	\$41.2	18.1%
San Francisco	SF	6,238,027	15%	\$36.1	15.9%
Princeton	NJ	2,769,482	6%	\$9.9	4.3%
Other	OTH	3,440,615	8%	\$9.4	4.1%
Total		42,827,440	100%	\$227.3	100%

(1) NOI based on Q3 2002 actuals and assumes full quarter of operation for 399 Park Ave.

THIRD QUARTER 2002

TOP 20 TENANTS BY SQUARE FEET LEASED

TENANT -----	SQ. FT. -----	% OF PORTFOLIO -----
1 U.S. Government	2,305,973	7.03%
2 Citibank, N.A.	1,331,773	4.06%
3 Ernst and Young	1,062,203	3.24%
4 Lockheed Martin Corporation	676,414	2.06%
5 Shearman & Sterling	494,808	1.51%
6 Gillette Company	488,177	1.49%
7 Lehman Brothers	436,723	1.33%
8 Parametric Technology Corp. (1)	380,987	1.16%
9 Washington Group International	365,245	1.11%
10 Deutsche Bank	346,617	1.06%
11 Orbital Sciences Corporation	337,228	1.03%
12 Wachovia	319,966	0.98%
13 TRW, Inc.	315,675	0.96%
14 Hunton & Williams	311,285	0.95%
15 T. Rowe Price Associates, Inc.	304,129	0.93%
16 Digitas	279,182	0.85%
17 Accenture (1)	265,622	0.81%
18 Marsh USA Inc.	260,362	0.79%
19 Tellabs Operations, Inc.	259,918	0.79%
20 Covance, Inc.	258,831	0.79%
Total % of Portfolio Square Feet		32.95%
Total % of Portfolio Revenue		34.02%

(1) These tenants occupy space in a property in which Boston Properties has a 25% interest.

BXP's average lease term is 7.2 years - the industry leader

% of total SF expiring

YEAR OF LEASE EXPIRATION	PERCENTAGE OF TOTAL SQUARE FEET
2002 (2)	1.5%
2003	5.3%
2004	9.4%
2005	8.1%
2006	12.5%
2007	8.0%
2008	4.5%
2009	6.7%
2010	4.2%
2011	8.7%
2012 +	25.4%

Gross Rent of expiring leases (1)

YEAR OF EXPIRATION	\$ (MM)	%
2002 (2)	\$17.5	1.4%
2003	52.9	4.3%
2004	106.2	8.6%
2005	95.9	7.7%
2006	163.7	13.2%
2007	92.7	7.5%
2008	58.5	4.7%
2009	82.6	6.7%
2010	60.0	4.8%
2011	111.2	9.0%
2012 +	397.9	32.1%

Totals	\$1,239.3	100.0%

(1) Based on currently payable base rent as of September 30, 2002

(2) October 1 - December 31, 2002

SUMMARY OF CURRENT DEVELOPMENT ACTIVITY

DEVELOPMENT PROPERTIES -----	LOCATION -----	TOTAL SQUARE FEET -----	CURRENT PERCENTAGE LEASED -----
Broad Run Business Park- Building E	Dulles, VA	127,226	55%
Two Discovery Square (50% ownership)	Reston, VA	184,487	81%
Shaws Supermarket	Boston, MA	57,235	100%
Waltham Weston Corporate Center	Waltham, MA	304,051	41%
New Dominion Tech, Building Two	Herndon, VA	257,400	100%
Two Freedom Square (50% ownership)	Reston, VA	405,252	58%
Times Square Tower	New York, NY	1,218,511	0%
901 New York Avenue (25% ownership)	Washington, D.C.	538,464	60%
TOTAL DEVELOPMENT PROPERTIES		3,092,625 =====	39% =====

DEVELOPMENT PROPERTIES -----	PROJECTED COST (\$MM) -----	LEFT TO FUND (\$MM) -----	STABILIZATION DATE -----
Broad Run Business Park- Building E	\$19.9	\$3.9	Q2 2003
Two Discovery Square (50% ownership)	22.6	4.9	Q1 2003
Shaws Supermarket	24.0	6.5	Q2 2003
Waltham Weston Corporate Center	95.4	31.2	Q4 2003
New Dominion Tech, Building Two	67.6	61.1	Q2 2004
Two Freedom Square (50% ownership)	49.3	10.5	Q3 2004
Times Square Tower	653.5	326.8	Q4 2004
901 New York Avenue (25% ownership)	44.8	30.9	Q3 2005
TOTAL DEVELOPMENT PROPERTIES	\$977.3 =====	\$476.0 =====	

FAD RATIO

Year	FAD ratio
1998	81.05%
1999	74.52%
2000	75.03%
2001	77.74%
Thru Q3 2002	76.67%

FFO/SHARE (DILUTED)

Year	FFO/ share (diluted)
1998	\$2.50
1999	\$2.89
2000	\$3.31
2001	\$3.57
2002 E	\$4.03
4-yr CAGR	12.70%

Note: Company's initial guidance for 2003 is \$3.93 - \$4.07

TOTAL MARKET CAPITALIZATION (\$ MILLIONS)

YEAR	COMMON STOCK	OPERATING PARTNERSHIP UNITS	CONVERTIBLE PREFERRED STOCK	CONVERTIBLE PREFERRED OPERATING PARTNERSHIP UNITS	FLOATING RATE DEBT	FIXED RATE DEBT	TOTAL
1997	1,279.3	560.64	0	0	244.7	1,087.6	\$3,172.2
1998	1,937.6	725.8	0	318.9	446.6	2,642.1	\$6,071.0
1999	2,113.7	741.1	81.7	323.0	500.9	2,820.7	\$6,581.1
2000	3,768.4	1,038.00	114.2	479.4	404.1	3,010.8	\$8,814.9
2001	3,449.7	768.1	99.8	418.4	866.0	3,448.9	\$9,050.9
3Q 2002	3,544.2	762.5	0	344.5	2052.9	3,413.8	\$10,117.8

CREDIT RATIOS	1997	1998	1999	2000	2001	3Q 2002
Debt/total market cap (Debt + preferred)/ total market cap	42.0%	50.9%	50.5%	38.7%	47.7%	54.0%
Interest coverage	2.4x	2.4x	2.5x	3.1x	2.8x	2.7x

BXP's financial strategy matches long-term assets with long-term, fixed rate debt. Approximately \$3.4 billion or 62.45% of BXP's debt is fixed rate as of 9/30/02

Debt maturities as of September 30, 2002
 \$ millions

YEAR	VARIABLE RATE DEBT EXPIRING	FIXED RATE DEBT EXPIRING	BRIDGE LOAN	LINE OF CREDIT
2002	\$30.2	\$9.8	\$0.0	\$0.0
2003	\$729.4	\$372.8	\$1,000.0	\$44.0
2004	\$245.3	\$114.6	\$0.0	\$0.0
2005	\$0.0	\$277.8	\$0.0	\$0.0
2006	\$0.0	\$284.5	\$0.0	\$0.0
2007 +	\$0.0	\$2,354.1	\$0.0	\$0.0

Note: All variable rate debt is construction loans except for \$75 million expiring in 2003