

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

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 and Address of Reporting Person* <u>PESTER ROBERT E</u> (Last) (First) (Middle) <u>C/O BOSTON PROPERTIES, INC.</u> <u>FOUR EMBARCADERO CENTER</u> (Street) <u>SAN FRANCISCO CA 94111</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BOSTON PROPERTIES INC [BXP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u>
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2007</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, par value \$.01	08/13/2003		G5	107	D	\$0	33,818.6827 ⁽¹⁾	D	
Common Stock, par value \$.01	02/10/2004		G5	310	D	\$0	33,518.6827	D	
Common Stock, par value \$.01	02/20/2004		G5	400	D	\$0	33,108.6827	D	
Common Stock, par value \$.01	01/10/2005		G5	288	D	\$0	32,820.6827	D	
Common Stock, par value \$.01	02/03/2005		G5	115	D	\$0	32,705.6827	D	
Common Stock, par value \$.01	02/27/2006		G5	188	D	\$0	32,517.6827	D	
Common Stock, par value \$.01	02/06/2007		G	169	D	\$0	32,348.6827	D	
Common Stock, par value \$.01	03/27/2007		G	300	D	\$0	32,048.6827	D	
Common Stock, par value \$.01	08/13/2003		G5	107	A	\$0	107	I	As custodian for children
Common Stock, par value \$.01	02/10/2004		G5	310	A	\$0	417	I	As custodian for children
Common Stock, par value \$.01	02/20/2004		G5	400	A	\$0	817	I	As custodian for children
Common Stock, par value \$.01	01/10/2005		G5	288	A	\$0	1,105	I	As custodian for children
Common Stock, par value \$.01	02/03/2005		G5	115	A	\$0	1,220	I	As custodian for children
Common Stock, par value \$.01	02/27/2006		G5	188	A	\$0	1,408	I	As custodian for children
Common Stock, par value \$.01	02/06/2007		G	169	A	\$0	1,577	I	As custodian for children
Common Stock, par value \$.01	03/27/2007		G	300	A	\$0	1,916.239 ⁽²⁾	I	As custodian for children

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. 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)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Explanation of Responses: 1. Omits 109.35 shares incorrectly included in total holdings on the Reporting Person's Form 4 filed January 18, 2007. 2. Includes 39,239 shares purchased pursuant to the Boston Properties, Inc. Dividend Reinvestment and Stock Purchase Plan.										
Remarks:										

/s/ Kelli A. DiLuglio, as
 Attorney-in-Fact 02/14/2008

** 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.