

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):
June 6, 2001

Boston Properties, Inc.
(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-13087 (Commission File Number)	04-2473675 (I.R.S. employer Identification No.)
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800 Boylston Street
Boston, Massachusetts 02199
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code:
(617) 236-3300

ITEM 5. Other Events

In connection with certain investor presentations from June 6 through June 8, 2001, Boston Properties, Inc. will be using the information attached as Exhibit 99.1 to this Current Report on Form 8-K.

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 June 6 through June 8, 2001.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 6, 2001

BOSTON PROPERTIES, INC.

/s/ Douglas T. Linde

By: Douglas T. Linde
Chief Financial Officer

Focused CBD Portfolio
Proforma NOI After Completion of developments Underway
As of March 31, 2001 (including proforma Citigroup transaction)
Suburban 27%
CBD 73%

Portfolio Composition by Region - (1)Includes Citigroup Center

NOI at IPO	NOI at 3/31/01(1)	Proforma NOI (1) at 3/31/01
-----	-----	-----
Greater San Francisco 1%	Greater Boston 23%	including development Underway
Greater Boston 36%	Greater Washington, DC 20%	-----
Greater Washington, DC 38%	New York 23%	Greater Boston 23%
New York 25%	Greater San Francisco 21%	Greater Washington, DC 18%
	Princeton 7%	New York 33%
	Other 6%	Greater San Francisco 17%
		Princeton 5%
		other 4%

Citigroup Center

*Irreplaceable Asset and Location, Near-Term Protection and Long-Term Upside

*1.6.m square feet

*Average rent excluding Citigroup is 400,000 SF is approximately \$56 SF compared to today's market

[LOGO OF BOSTON PROPERTIES]

Citigroup Deal Structure

- . BXP receives 100% of the cash flow for the first 10 years
- . \$195m investment earns a 10% cumulative preferred return
- . Initial levered returns on BXP'S \$195m Investment:

	2002	2003	2004
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NOI (cash)	9.6%	10.2%	10.9%
FFO (GAAP)	11.7%	12.0%	12.3%

. Capital Structure:

Asset purchase price	\$725m	
Closing costs	12m	

Unleveraged investment	737m	
Mortgage recording tax and loan fees	18m	

	\$755m	
Mortgage	525m	

Leveraged investment	230m	
Allied Partners investment	35m	

BXP investment	\$195m	\$128.5m - preferred equity
		\$66.5m - common equity

[LOGO OF BOSTON PROPERTIES]

Strong Tenant Base

Tenant	Sq. Ft.	% of Portfolio
1 U.S. Government	2,290,037	7.293
2 Ernst & Young	1,062,203	3.383
3 Lockheed Martin Corporation	716,653	2.282
4 Citibank, N.A.	639,971	2.038
5 Arthur Andersen, LLP	620,947	1.978
6 Gillette Company	488,177	1.555
7 Washington Group International	473,429	1.508
8 Shearman & Sterling	435,496	1.387
9 Parametric Technology Corp.	380,987	1.213
10 Marsh & McLennan, Inc.	348,137	1.109
11 Orbital Sciences Corporation	337,228	1.074
12 Hunton & Williams	322,829	1.028
13 TRW, Inc.	317,921	1.012
14 First Union	311,695	0.993
15 Debevoise & Plimpton	307,125	0.978
16 T. Rowe Price Associates, Inc.	304,129	0.969
17 Accenture	265,622	0.846
18 Parexel International LLC	265,050	0.844
19 Credit Suisse First Boston	260,363	0.829
20 Tellabs Operations Inc.	259,918	0.828

In-Place Rents Dramatically Below Today's Market
 3-Year Embedded growth of \$63m
 Embedded growth of \$275m or \$2.20/share as of 3/31/01

	2001	2002	2003
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Total SF Expiring	1,274,571	2,046,278	2,111,718
Office SF Expiring	946,082	1,650,178	1,774,552
Increase in gross rent:	2001	2002	2003
- - - - -	----	----	----
total sf expiring	\$11.9m	\$20.6m	\$30.9m
office sf expiring	\$11.8m	\$19.8m	\$30.2m

[LOGO OF BOSTON PROPERTIES]

Mark to Market

Region	2001 ----	2002 ----	2003 ----	3 Year Average -----
San Francisco				
Square Feet Expiring	125,557	285,566	631,705	
Est. Market Rent	\$65.52	\$63.86	\$63.63	
% Increase	66.33%	77.31%	57.11%	64%
Boston				
Square Feet Expiring	478,672	279,522	509,407	
Est. Market Rent	\$45.65	\$39.90	\$47.79	
% Increase	56.84%	37.62%	53.83%	51%
New York				
Square Feet Expiring	26,250	503,755	185,473	
Est. Market Rent	\$60.00	\$68.78	\$69.84	
% Increase	9.52%	24.68%	77.71%	38%
Washington				
Square Feet Expiring	88,768	223,314	149,044	
Est. Market Rent	\$36.40	\$34.00	\$28.55	
% Increase	13.85%	18.82%	6.27%	14%
Princeton				
Square Feet Expiring	172,413	23,591	122,308	
Est. Market Rent	\$29.88	\$29.93	\$28.58	
% Increase	-3.41%	1.19%	4.41%	0%
Other				
Square Feet Expiring	54,422	334,430	176,615	
Est. Market Rent	\$23.28	\$16.50	\$28.04	
% Increase	21.68%	15.07%	25.34%	19%
Total				
Square Feet Expiring	946,082	1,650,178	1,774,552	
Est. Market Rent	\$43.66	\$47.18	\$50.83	
% Increase	39.87%	34.09%	50.32%	42%

[LOGO OF BOSTON PROPERTIES]

Developments Underway

DEVELOPMENT PROPERTIES	Initial Occupancy	Stabilization Date	Square Feet	Investment to Date	Total Investment	% Committed
Andover Office Park, Building 1	Q2 2001	Q2 2002	120,000	\$ 12,808,622	\$ 17,381,000	83%
2600 Tower Oaks Boulevard	Q2 2001	Q2 2002	178,216	29,819,009	38,295,000	71%
Orbital Sciences Phase II - Building 2	Q3 2001	Q3 2001	160,502	18,530,811	27,618,000	100%
Quorum Office Park	Q3 2001	Q4 2001	259,918	25,600,326	41,747,000	100%
111 Huntington Avenue - Prudential Center	Q3 2001	Q4 2002	919,229	185,249,941	290,000,000	94%
Broad Run Business Park- Building E	Q4 2001	Q2 2002	124,650	8,218,634	19,946,000	0%
One and Two Discovery Square (50% ownership)	Q4 2001	Q4 2002	362,868	15,767,760	42,587,000	63%
ITT Educational Services	Q4 2001	Q4 2001	32,114	850,466	5,740,000	100%
5 Times Square	Q1 2002	Q2 2002	1,099,154	318,535,081	536,115,000	100%
Waltham Weston Corporate Center	Q1 2002	Q1 2003	295,000	27,935,085	95,446,000	17%
611 Gateway Boulevard	Q2 2002	Q3 2003	249,732	14,072,690	77,523,240	0%
Two Freedom Square (50% ownership)	Q3 2002	Q1 2003	417,113	12,011,636	49,336,000	55%
Times Square Tower	Q4 2003	Q2 2004	1,221,058	186,857,388	653,500,000	53%
Total Development Properties			5,439,554	\$ 856,257,449	\$1,895,234,240	71%

. Expected average initial NOI and FFO returns of over 11% and 12.5%, respectively

[LOGO OF BOSTON PROPERTIES]

Low Land Basis to Enhance Future Growth

	APPROXIMATE SQ FT	INVESTMENT	INVESTMENT PSF
LAND HELD FOR DEVELOPMENT			
30 Shuttuck Road	110,000	1,042,045	\$ 9.47
Broad Run Buildings C & D	210,500	1,788,967	\$ 8.50
Broad Run Master Plan	726,500	4,287,171	\$ 5.90
Cambridge Center Seven	165,000	4,179,736	\$ 25.33
Crane Meadow	400,000	7,876,837	\$ 19.69
Decoverly Four	100,000	1,794,460	\$ 17.94
Decoverly Five	105,000	1,821,048	\$ 17.34
681 Gateway	121,000	3,956,756	\$ 32.70
Gateway Retail	8,000	193,790	\$ 24.22
Herndon Lumber Site (Van Buren)	135,000	3,667,004	\$ 27.16
New Dominion Tech Two	248,000	3,873,639	\$ 15.62
Boylston Office Building	257,000	4,833,915	\$ 18.81
Huntington Retail Parcel	52,217	1,473,834	\$ 28.23
Boylston Residential Parcel	370,000	21,968,407	\$ 59.37
12050 Sunset Hills Road	540,000	5,588,128	\$ 10.35
12280 Sunrise Valley	180,000	3,902,491	\$ 21.68
The Preserve at Tower Oaks MP	782,000	20,767,943	\$ 26.56
Virginia Master Plan I	40,000	764,471	\$ 19.11
Washingtonian North	209,000	5,466,963	\$ 26.16
Washingtonian North	641,000	10,859,128	\$ 16.94
77 4th Avenue	204,000	13,125,709	\$ 64.34

LAND HELD FOR DEVELOPMENT (BXP)	5,604,217	123,232,440	\$ 21.99
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Staggered Maturities - Balance at maturity (in millions)
86.99% of debt is fixed rate non-recourse mortgages

3.1x interest coverage ratio
2.3 capitalized interest ratio

2001	2002	2003	2004	2005	2006	2007	2008	2009 & Beyond
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\$143	\$331	\$478	\$154	\$270	\$276	\$173	\$998	\$627