FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB Number:	3235-0287						
Estimated average burden							
hours per response:	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

L. Name and Address of Reporting Person* SELSAM ROBERT E (Last) (First) (Middle) C/O BOSTON PROPERTIES, INC. 599 LEXINGTON AVENUE					3. t											5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President					
(Street) NEW YORK NY 10022 (City) (State) (Zip)					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)										G. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	le I - Noi	n-Deri	vativ	e Se	curit	ies Ac	auire	d. Di	sp	osed o	f. or	Ben	eficiall	y Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/L		saction	ction 2A. De Execuray/Year) if any		A. Deemed kecution Date,		3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			d (A) or	5. Amour Securities Beneficia Owned Fe	nt of s lly ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
								Cod	e v		Amount	(A (I	A) or D)	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)		
Common	Stock, par	value \$.01	alue \$.01 02/17/2012 C ⁽¹⁾ 12,555 A ⁽¹⁾ 33,628.2919 ⁽²⁾ D					D													
Common	Stock, par	value \$.01														8	800 I By child				
	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)	3A. Deemed Execution D if any (Month/Day/	Date,		ransaction Code (Instr.				Exercion Da /Day/Y	ate		7. Title and Amou of Securities Underlying Derivative Securit (Instr. 3 and 4)		es Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owners Form: ly Direct (or Indir (I) (Inst	Ownership	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able		xpiration ate	Title		Amount or Number of Shares						
LTIP Units	(3)	02/17/2012			C ⁽¹⁾			12,555	(3)			(3)	Comr		12,555	\$0.25	27,47	7	D		

Explanation of Responses:

- 1. 12,555 of the Reporting Person's units of limited partnership interest in Boston Properties Limited Partnership (BPLP), of which the Issuer is the sole general partner, were converted into common units of limited partnership interest (Common OP Units) in BPLP by the Reporting Person and the Common OP Units were immediately redeemed for an equal number of shares of Common Stock of the Issuer in accordance with BPLP's Partnership Agreement.
- 2. Includes 21.0047 shares which the Reporting Person acquired in August 2011 and November 2011 pursuant to the Boston Properties, Inc. Dividend Reinvestment and Stock Purchase Plan.
- 3. Represents units of limited partnership interest in BPLP issued as long term incentive compensation pursuant to the Issuer's equity based compensatory programs. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each LTIP Unit may be converted, at the election of the holder, into a Common OP Unit. Each Common OP Unit may be redeemed, at the election of the holder, for cash equal to the fair market value of a share of the Issuer's Common Stock except that the Issuer may, acquire each Common OP Unit so presented for redemption for one share of Common Stock.

Remarks:

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

02/21/2012

** 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.