FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D C	20540
vvasiliigtoii,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
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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

1. Name and Address of Reporting Person*  KLEIN JOEL				2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [ BXP ]						(Ch	Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner						
(Last) OSCAR	,	rst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/31/2022									(give title		Other (specify below)	
295 LAFAYETTE STREET, 6TH FLOOR				4.	lf Ame	endment, I	Date o	of Original	Filed	I (Month/Da	ay/Year)		6. Individual or Joint/Group Filing (Check Applicable				
(Street) NEW YO	ORK N	Y	10012									Line	X Form f	iled by More		orting Persor One Repor	- 1
(City)	(Si	ate)	(Zip)														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)  2. Trans: Date (Month/I				action 2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr. 5)			Benefici	es Form ally (D) of following (I) (Ir		m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership				
				Code V Amount (A) or (D)		Price	Transac (Instr. 3	ction(s)			(Instr. 4)						
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)	erivative Conversion Date Execution Date, curity or Exercise (Month/Day/Year) if any			nsaction de (Instr. 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
				Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares					
Phantom Stock Units	(1)	03/31/2022		A		359.08		(2)		(2)	Common Stock, par value \$0.01	359.08	\$128.8	11,481.94	4 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1. The Phantom Stock Units convert to Common Stock on a 1-for-1 basis.
- 2. The Phantom Stock Units are awarded under the Boston Properties, Inc. 2021 Stock Incentive Plan (the "2021 Plan") to non-employee directors who elected to receive Phantom Stock Units in lieu of director cash compensation fees. The Phantom Stock Units are to be settled in shares of Common Stock (except that fractional units, if any, will be settled in cash) in a lump sum or in ten annual installments, at the Reporting Person's election, following the Reporting Person's retirement from the Boston Properties, Inc. Board of Directors. In addition, non-employee directors who elect a deferred payout following their retirement may elect to convert not less than 100% of their notional investment from Common Stock to a deemed investment in one or more measurement funds. This election may only be made after the director's service on the Board of Directors ends. A director's account that has been converted to measurement funds will be settled in cash instead of Common Stock.
- 3. Includes 95.38 Phantom Stock Units received pursuant to dividend equivalent rights which were credited to the Reporting Person on January 28, 2022.

## Remarks:

/s/ Kelli A. DiLuglio, as Attorney-in-Fact 04/01/2022

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.