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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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			of becault bo(ii) of the investment company for of 1540					
1. Name and Address of Reporting Person [*] <u>RITCHEY RAYMOND A</u>			2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title Other (specify below) below)				
C/O BOSTON PROPERTIES, INC.			11/12/2003	Executive Vice President				
111 HUNTINGTON AVENUE		JE						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) BOSTON	MA	02199		X Form filed by One Reporting Person				
B0510N	IVIA	02199		Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock, par value \$.01	11/12/2003		М		30,000	A	\$25	63,116	D		
Common Stock, par value \$.01	11/12/2003		S		500	D	\$46.3	62,616	D		
Common Stock, par value \$.01	11/12/2003		S		4,500	D	\$46.27	58,116	D		
Common Stock, par value \$.01	11/12/2003		S		1,500	D	\$46.22	56,616	D		
Common Stock, par value \$.01	11/12/2003		S		4,000	D	\$46.21	52,616	D		
Common Stock, par value \$.01	11/12/2003		S		4,500	D	\$46.2	48,116	D		
Common Stock, par value \$.01	11/12/2003		S		5,000	D	\$46.17	43,116	D		
Common Stock, par value \$.01	11/12/2003		S		700	D	\$46.16	42,416	D		
Common Stock, par value \$.01	11/12/2003		S		400	D	\$46.15	42,016	D		
Common Stock, par value \$.01	11/12/2003		S		400	D	\$46.14	41,616	D		
Common Stock, par value \$.01	11/12/2003		S		1,000	D	\$46.13	40,616	D		
Common Stock, par value \$.01	11/12/2003		S		100	D	\$46.12	40,516	D		
Common Stock, par value \$.01	11/12/2003		S		4,600	D	\$46.11	35,916	D		
Common Stock, par value \$.01	11/12/2003		S		2,800	D	\$46.08	33,116	D		
Common Stock, par value \$.01	11/13/2003		М		20,000	A	\$25	53,116	D		
Common Stock, par value \$.01	11/13/2003		S		900	D	\$46.3	52,216	D		
Common Stock, par value \$.01	11/13/2003		S		500	D	\$46.27	51,716	D		
Common Stock, par value \$.01	11/13/2003		S		6,900	D	\$46.25	44,816	D		
Common Stock, par value \$.01	11/13/2003		S		400	D	\$46.24	44,416	D		
Common Stock, par value \$.01	11/13/2003		S		100	D	\$46.22	44,316	D		
Common Stock, par value \$.01	11/13/2003		S		600	D	\$46.21	43,716	D		
Common Stock, par value \$.01	11/13/2003		S		3,500	D	\$46.2	40,216	D		
Common Stock, par value \$.01	11/13/2003		S		4,800	D	\$46.18	35,416	D		
Common Stock, par value \$.01	11/13/2003		S		2,300	D	\$46.15	33,116	D		

 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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	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 Amount of Securities 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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction		, call v	S, W 6A)N of Deri Sec Acq (A) 0 Disp of (I	arrant u(10)er vative urities uired		, CONVERTID Expiration isDattle and ite	Dr Bene fight Hy le securities of Titletle and Smacest of Securities 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)
									Amount					
Employee			 Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares				
-Stock Option (right to buy)	\$25	11/12/2003	М			30,000	(1)(2)	06/23/2007 ⁽¹⁾	Common Stock	30,000	\$0	70,000	D	
Employee Stock Option (right to buy)	\$25	11/13/2003	М			20,000	(1)(2)	06/23/2007 ⁽¹⁾	Common Stock	20,000	\$0	50,000	D	

Explanation of Responses:

1. An inadvertant error was made in the original reporting of the date of grant of the options. The options were granted on June 23, 1997.

2. The options vest in three equal annual installments beginning June 23, 2000.

Remarks:

Kelli A. DiLuglio, as Attorneyin-Fact <u>11/13/2003</u>

** Signature of Reporting Person Date

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

 \ast 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.

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