FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

l	OMB APPROVAL									
	OMB Number:	3235-02								

87 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)

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

1. Name and Address of Reporting Person* PATRICOF ALAN J						2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
														X	Directo	r		10% Ow	ner
(Last) (First) (Middle) GREYCROFT, LLC						3. Date of Earliest Transaction (Month/Day/Year) 04/30/2015									Officer below)	(give title		Other (s below)	pecify
292 MADISON AVENUE, 20TH FLOOR																			
232 WADISON AVENUE, 201 II FLOOK						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street)														Line) X	Form fi	lod by One	Dono	rting Borcor	.
NEW YORK NY 10017													X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S	tate)	(Zip)	,											1 013011				
		Tab	le I - Non	n-Deriv	ative	e Se	curities	S Ac	quired, C	Disp	osed o	f, or Be	nefic	ially	Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)					Execution Da		Date,	Code (Ins		r. 5)			4 and Securiti Benefici Owned		s ally ollowing	Form	: Direct (Indirect I str. 4) (7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code			v	r _{Pri}	се	Reported Transact (Instr. 3 a	ction(s)			
		7	Гable II - I												Owned				
			((e.g., p	outs,	calls	s, warra	ants	, options	s, co	onvertil	ble secu	urities	s)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution I if any (Month/Day	Date, T	4. Transaction Code (Instr. B)		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 Amoun of Securities Underlying Derivative Security (Instr. 3 and 4)			3. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	Amou or Numb of Share	oer					
Dividend Equivalent Rights	(1)	04/30/2015			A		155.05		(2)	T	(2)	Common Stock	155.	05	\$132.31	31,715.2	22	D	

Explanation of Responses:

Remarks:

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

05/04/2015

** 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.

^{1.} The rights convert into Common Stock on a 1-for-1 basis.

^{2.} Acquired as quarterly dividends on April 30, 2015. The rights were granted as a component of the Phantom Stock Units that were awarded under the Second Amendment and Restatement of the Boston Properties, Inc. 1997 Stock Option and Incentive Plan to non-employee directors who elected to receive Phantom Stock Units in lieu of director cash compensation fees. The rights are to be settled in shares of Common Stock (except that fractional units, if any, will be settled in cash) upon the Reporting Person's retirement from the Boston Properties Board of Directors.