



# Boston Properties

## Boston Properties Limited Partnership

**\$700,000,000 5.875% SENIOR NOTES DUE 2019**

<b>Issuer:</b>	Boston Properties Limited Partnership
<b>Type:</b>	SEC Registered
<b>Size:</b>	\$700,000,000
<b>Maturity:</b>	October 15, 2019
<b>Coupon (Interest Rate):</b>	5.875% per year
<b>Benchmark Treasury:</b>	3.625% due August 15, 2019
<b>Benchmark Treasury Price / Yield:</b>	103-2 / 3.259%
<b>Spread to Benchmark Treasury:</b>	262.5 bps
<b>Yield to Maturity:</b>	5.884% per year
<b>Expected Ratings* (Moody's / Standard &amp; Poor's / Fitch Ratings):</b>	Baa2 (negative) / A- (negative) / BBB (stable)
<b>Interest Payment Dates:</b>	April 15 and October 15, commencing April 15, 2010
<b>Day Count Convention:</b>	30 / 360
<b>Redemption Provision:</b>	Make-whole call at any time based on U.S. Treasury plus 40 basis points or at par on or after 90 days prior to October 15, 2019
<b>Initial Price to Public:</b>	99.931% plus accrued interest if settlement occurs after October 9, 2009
<b>Settlement Date:</b>	T+3; October 9, 2009
<b>Denominations:</b>	\$1,000 x \$1,000
<b>CUSIP / ISIN:</b>	10112R AQ7 / US10112RAQ74
<b>Joint Book-Running Managers:</b>	Banc of America Securities LLC Citigroup Global Markets Inc. Deutsche Bank Securities Inc. BNY Mellon Capital Markets, LLC Wells Fargo Securities, LLC
<b>Co-Managers:</b>	Capital One Southcoast, Inc. Commerzbank Capital Markets Corp. Mitsubishi UFJ Securities (USA), Inc. PNC Capital Markets LLC RBS Securities Inc. Scotia Capital (USA) Inc. SunTrust Robinson Humphrey, Inc. TD Securities (USA) LLC U.S. Bancorp Investments, Inc.

\*Ratings may be changed, suspended or withdrawn at any time and are not a recommendation to buy, hold or sell any security.

The issuer has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication

relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement in that registration statement and other documents the issuer has filed with the Securities and Exchange Commission for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission's website at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request it by calling Banc of America Securities LLC, toll-free at 1-800-294-1322, Citigroup Global Markets Inc., toll-free at 1-877-858-5407, or Deutsche Bank Securities Inc., toll free at 1-800-503-4611.

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