

BOSTON PROPERTIES INC

Form 4

February 08, 2007

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ZUCKERMAN MORTIMER B

(Last) (First) (Middle)

C/O BOSTON PROPERTIES,
INC., 111 HUNTINGTON
AVENUE

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

BOSTON PROPERTIES INC [BXP]

3. Date of Earliest Transaction
(Month/Day/Year)

02/07/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock, par value \$.01	02/07/2007		S		1,000	D	\$ 129.24	2,048,548	D
Common Stock, par value \$.01	02/07/2007		S		700	D	\$ 129.23	2,047,848	D
Common Stock, par value	02/07/2007		S		500	D	\$ 129.22	2,047,348	D

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\$.01

Common
Stock, par
value

02/07/2007

S

100

D

\$ 129.21

2,047,248

D

\$.01

Common
Stock, par
value

02/07/2007

S

200

D

\$ 129.2

2,047,048

D

\$.01

Common
Stock, par
value

02/07/2007

S

400

D

\$ 129.15

2,046,648

D

\$.01

Common
Stock, par
value

02/07/2007

S

200

D

\$ 129.14

2,046,448

D

\$.01

Common
Stock, par
value

02/07/2007

S

200

D

\$ 129.12

2,046,248

D

\$.01

Common
Stock, par
value

02/07/2007

S

1,400

D

\$ 129.11

2,044,848

D

\$.01

Common
Stock, par
value

02/07/2007

S

100

D

\$ 129.08

2,044,748

D

\$.01

Common
Stock, par
value

02/07/2007

S

700

D

\$
129.0311

2,044,048

D

\$.01

Common
Stock, par
value

02/07/2007

S

2,100

D

\$ 129.03

2,041,948

D

\$.01

Common
Stock, par
value

02/07/2007

S

2,400

D

\$ 129.02

2,039,548

D

\$.01

Common
Stock, par
value

02/07/2007

S

14,000

D

\$ 129.015

2,025,548

D

\$.01

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Common Stock, par value \$.01	02/07/2007	S	207,400	D	\$ 129	1,818,148	D
Common Stock, par value \$.01	02/07/2007	S	400	D	\$ 128.88	1,817,748	D
Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 128.86	1,817,648	D
Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 128.85	1,817,548	D
Common Stock, par value \$.01	02/07/2007	S	200	D	\$ 128.83	1,817,348	D
Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 128.8	1,817,248	D
Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 128.79	1,817,148	D
Common Stock, par value \$.01	02/07/2007	S	2,200	D	\$ 128.6	1,814,948	D
Common Stock, par value \$.01	02/07/2007	S	2,100	D	\$ 128.5	1,812,848	D
Common Stock, par value \$.01	02/07/2007	S	600	D	\$ 128.4861	1,812,248	D
Common Stock, par value \$.01	02/07/2007	S	400	D	\$ 128.45	1,811,848	D
	02/07/2007	S	2,010	D	\$ 128.44	1,809,838	D

Common
Stock, par
value
\$.01

Common Stock, par value \$.01	02/07/2007	S	100	D	\$ 128.43	1,809,738	D
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Common Stock, par value \$.01	02/07/2007	S	300	D	\$ 128.42	1,809,438	D
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Common Stock, par value \$.01	02/07/2007	S	1,300	D	\$ 128.4	1,808,138	D
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Common Stock, par value \$.01	02/07/2007	S	1,050	D	\$ 128.38	1,807,088	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZUCKERMAN MORTIMER B C/O BOSTON PROPERTIES, INC. 111 HUNTINGTON AVENUE BOSTON, MA 02199	X		Chairman of the Board	

Signatures

Kelli A. DiLuglio, As
attorney-in-Fact

02/08/2007

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).

Remarks:

This is the fifth of six Form 4's the Reporting Person filed on February 8, 2007.

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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