

BOSTON PROPERTIES INC  
 Form 4  
 February 07, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**JOHNSTON PETER D**

(Last) (First) (Middle)

C/O BOSTON PROPERTIES, 901  
 NEW YORK AVENUE, NW

(Street)

WASHINGTON, DC 20001

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**BOSTON PROPERTIES INC [BXP]**

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

02/05/2007

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)

Senior Vice President

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, par value \$.01	02/05/2007		M		9,298 A \$ 37.45 (1)	40,105.9712	D
Common Stock, par value \$.01	02/05/2007		M		5,052 A \$ 34.65 (2)	45,157.9712	D
Common Stock, par value \$.01	02/05/2007		S		300 D \$ 127.09	44,857.9712	D
Common Stock, par	02/05/2007		S		100 D \$ 127.08	44,757.9712	D

Edgar Filing: BOSTON PROPERTIES INC - Form 4

value \$.01

Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 127.07	44,557.9712	D
Common Stock, par value \$.01	02/05/2007	S	100	D	\$ 127.04	44,457.9712	D
Common Stock, par value \$.01	02/05/2007	S	900	D	\$ 127.03	43,557.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 127.02	43,257.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 127.01	42,957.9712	D
Common Stock, par value \$.01	02/05/2007	S	800	D	\$ 127	42,157.9712	D
Common Stock, par value \$.01	02/05/2007	S	210	D	\$ 126.99	41,947.9712	D
Common Stock, par value \$.01	02/05/2007	S	2,600	D	\$ 126.98	39,347.9712	D
Common Stock, par value \$.01	02/05/2007	S	400	D	\$ 126.96	38,947.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.95	38,347.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.94	37,747.9712	D
Common Stock, par value \$.01	02/05/2007	S	600	D	\$ 126.93	37,147.9712	D
Common Stock, par value \$.01	02/05/2007	S	625	D	\$ 126.92	36,522.9712	D
Common Stock, par value \$.01	02/05/2007	S	1,900	D	\$ 126.91	34,622.9712	D

Edgar Filing: BOSTON PROPERTIES INC - Form 4

Common Stock, par value \$.01	02/05/2007	S	150	D	\$ 126.9	34,472.9712	D
Common Stock, par value \$.01	02/05/2007	S	3,100	D	\$ 126.89	31,372.9712	D
Common Stock, par value \$.01	02/05/2007	S	500	D	\$ 126.88	30,872.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 126.87	30,572.9712	D
Common Stock, par value \$.01	02/05/2007	S	800	D	\$ 126.86	29,772.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 126.85	29,472.9712	D
Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 126.84	29,272.9712	D
Common Stock, par value \$.01	02/05/2007	S	400	D	\$ 126.83	28,872.9712	D
Common Stock, par value \$.01	02/05/2007	S	200	D	\$ 126.82	28,672.9712	D
Common Stock, par value \$.01	02/05/2007	S	300	D	\$ 126.8	28,372.9712	D
Common Stock, par value \$.01	02/05/2007	S	24	D	\$ 126.79	28,348.9712	D

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

**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 control number.**

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	------------------------------------	--	---	------



Edgar Filing: BOSTON PROPERTIES INC - Form 4

- (4) The options vested in three equal annual installments beginning on January 17, 2003.

**Remarks:**

This is the first of two Form 4's filed by the Reporting Person on February 7, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.