## Edgar Filing: BOSTON PROPERTIES INC - Form 4

BOSTON Pl Form 4 August 01, 2	ROPERTIES INC $2016$	C										
FORM										PPROVAL		
	UNITED	STATES		RITIES . ashingtor				COMMISSIO	N OMB Number:	3235-0287		
Check th if no long	aor.				Expires:	January 31,						
subject to Section 1 Form 4 c	51AIEN 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								2005 average urs per . 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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									. 0.0			
(Print or Type I	Responses)											
1. Name and Address of Reporting Person <u>*</u> TURCHIN MARTIN			2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BX]					Issuer				
(Last)	Middle)	3. Date of Earliest Transaction					) (Ch	eck all applicabl	c all applicable)			
(Last) (First) (Middle) CB RICHARD ELLIS, 200 PARK AVENUE			(Month/Day/Year) 07/29/2016					X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
NEW YOR	K, NY 10166							Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivat	tive Sec	urities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Dispo (Instr.	sed of ( 3, 4 an (A or	D) d 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)		
Domindom Dom	ort on a semants lim	for each -1	of of of	uniting have	ficially	ounal	diractly	r indiractly				
Keminder: Kep	oort on a separate line	e for each cla	ass of sec	unues bene	Pe inf rec dis	rsons ormati quired	who res ion cont to respo a currer	prindirectly. Spond to the colle ained in this forr and unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. P
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Seci

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 3	8)	Acquire (A) or Dispose (D) (Instr. 3 and 5)	d of				(]	(Ins
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Dividend Equivalent Rights	<u>(1)</u>	07/29/2016		А		95.58		(2)	(2)	Common Stock	95.58	\$ 1

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
TURCHIN MARTIN CB RICHARD ELLIS 200 PARK AVENUE NEW YORK, NY 10166	Х			
Signatures				
/s/ Kelli A. DiLuglio, as Attorney-in-Fact		08/01/	2016	
**Signature of Reporting Person				
E I				

## **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).
- (1) The rights convert into Common Stock on a 1-for-1 basis.

Acquired as quarterly dividends on July 29, 2016. 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 or, following May

(2) 15, 2012, under the Boston Properties, Inc. 2012 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.

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.