

LINDE DOUGLAS T  
Form 4  
November 18, 2004

**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

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LINDE DOUGLAS T

(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)

11/16/2004

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)

SVP & CFO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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   | 11/16/2004                           |                                                    | M                              |                                                                   | 40,000 | A          | \$ 34.375                                                                                     | 75,121.7471                                              | D                                                     |
| Common Stock, par value \$.01   | 11/16/2004                           |                                                    | S                              |                                                                   | 1,500  | D          | \$ 61.71                                                                                      | 73,621.7471                                              | D                                                     |
| Common Stock, par value \$.01   | 11/16/2004                           |                                                    | S                              |                                                                   | 4,200  | D          | \$ 61.75                                                                                      | 69,421.7471                                              | D                                                     |
| Common                          | 11/16/2004                           |                                                    | S                              |                                                                   | 300    | D          | \$ 61.77                                                                                      | 69,121.7471                                              | D                                                     |

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Stock, par  
value \$.01

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.78 | 68,121.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |         |             |   |
|-------------------------------------|------------|---|-------|---|---------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 4,000 | D | \$ 61.8 | 64,121.7471 | D |
|-------------------------------------|------------|---|-------|---|---------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 4,200 | D | \$ 61.81 | 59,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.82 | 58,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.84 | 57,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.85 | 56,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.87 | 55,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.88 | 54,921.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 2,500 | D | \$ 61.89 | 52,421.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.91 | 51,421.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 2,000 | D | \$ 61.92 | 49,421.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 61.93 | 48,421.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |       |   |          |             |   |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,700 | D | \$ 61.94 | 46,721.7471 | D |
|-------------------------------------|------------|---|-------|---|----------|-------------|---|

|                                     |            |   |     |   |          |             |   |
|-------------------------------------|------------|---|-----|---|----------|-------------|---|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 900 | D | \$ 61.97 | 45,821.7471 | D |
|-------------------------------------|------------|---|-----|---|----------|-------------|---|

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|                                     |            |   |       |   |          |             |                        |
|-------------------------------------|------------|---|-------|---|----------|-------------|------------------------|
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 2,000 | D | \$ 61.99 | 43,821.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 3,000 | D | \$ 62    | 40,821.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 700   | D | \$ 62.05 | 40,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 62.08 | 39,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 62.15 | 38,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 62.26 | 37,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 62.28 | 36,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 | 11/16/2004 | S | 1,000 | D | \$ 62.3  | 35,121.7471 | D                      |
| Common<br>Stock, par<br>value \$.01 |            |   |       |   |          | 700         | I By Wife              |
| Common<br>Stock, par<br>value \$.01 |            |   |       |   |          | 700         | I By Family<br>Trust   |
| Common<br>Stock, par<br>value \$.01 |            |   |       |   |          | 2,100       | I By Family<br>Members |

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

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| (Instr. 3)                                       | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D)    | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
|--------------------------------------------------|------------------------------------|------------------|------------|------------------------------------------------------------------|------|---|-----|--------|---------------------|--------------------|-----------------|-------------------------------------|
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 34.375                          | 11/16/2004       |            |                                                                  | M    |   |     | 40,000 | <u>(1)</u>          | 03/24/2008         | Common<br>Stock | 40,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                                              | Relationships |           |           |       |
|---------------------------------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                                             | Director      | 10% Owner | Officer   | Other |
| LINDE DOUGLAS T<br>C/O BOSTON PROPERTIES, INC.<br>111 HUNTINGTON AVENUE<br>BOSTON, MA 02199 |               |           | SVP & CFO |       |

## Signatures

Kelli A. DiLuglio, as  
Attorney-in-Fact

11/18/2004

\_\_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).

(1) The option vested in three equal annual installments beginning on March 24, 1999

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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