Edgar Filing: KLEIN JOEL - Form 4

KLEIN JOE	L											
Form 4												
June 04, 201												
FORM			CECU				NCE		т	OMB APPROVAL		
Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287				
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may cont See Instr 1(b).	ger 5 16. 5 5 5 5 5 5 5 5 5 5 5 5 5	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								January 31, 2005 average urs per . 0.5		
(Print or Type]	Responses)											
1. Name and Address of Reporting Person <u>*</u> KLEIN JOEL			2. Issuer Name and Ticker or Trading Symbol BOSTON PROPERTIES INC [BXP]			5. Relationship of Reporting Person(s) to Issuer(Check all applicable)						
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	ransaction			(Click	ck all applicabl	e)		
OSCAR HE CORPORA LAFAYET FLOOR		H	(Month/) 05/31/2	Day/Year) 2018				X Director Officer (give below)		% Owner ler (specify		
(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 Form filed by More than One Reporting				
		(77.)						Person				
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securi	ities A	cquired, Disposed o	of, or Beneficia	lly Owned		
(Instr. 3) any		Execution	Date, if TransactionAcquired (A) or S Code Disposed of (D) B y/Year) (Instr. 8) (Instr. 3, 4 and 5) C F (A) T			Securities I Beneficially (Owned (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect				
				Code V	Amount	(D)	Price	(
Reminder: Rep	oort on a separate line	e for each cla	ass of sec	urities benef	ficially ow	ned dir	ectly o	r 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactiv Code (Instr. 8)	5. Number onof 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 Deriva Securit (Instr.
				Code V	(A) (` ´	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
LTIP Units (1)	<u>(1)</u>	05/31/2018		А	1,047		(1)(2)	<u>(1)</u>	Common Stock, par value \$0.01	1,047	\$ 0.1

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KLEIN JOEL OSCAR HEALTH CORPORATION 295 LAFAYETTE STREET, 6TH FLOOR NEW YORK, NY 10012	Х						
Signatures							
/s/ Kelli A. DiLuglio, as Attorney-in-Fact	06/04/2	018					

**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).

Represents units of limited partnership interest in Boston Properties Limited Partnership ("BPLP"), of which the Issuer is the general partner, issued pursuant to the Issuer's equity based incentive programs. Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each LTIP Unit may be converted, at the election of the holder, into a common unit of

(1) limited partnership interest in BPLP ("Common OP Unit"). Each Common OP Unit acquired upon conversion of an LTIP Unit may be presented for redemption, at the election of the holder, for cash equal to the then fair market value of a share of the Issuer's Common Stock, except that the Issuer may, at its election, acquire each Common OP Unit so presented for one share of Common Stock. LTIP Units have no expiration date.

(2) The 1,047 LTIP Units will vest on the earlier of (i) May 31, 2019 and (ii) the date of the Issuer's 2019 annual meeting of stockholders.

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.