SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 30, 1998

BOSTON PROPERTIES, INC.
(Exact name of Registrant as specified in its Charter)

Delaware
(State of Incorporation)

1-13087	04-2473675
(Commission File Number)	(IRS Employer Id. Number)

8 Arlington Street	
Boston, Massachusetts	02116
(Address of principal executive offices)	(Zip Code)

(617) 859-2600
(Registrant's telephone number, including area code)

Item 5 Other Events

This Form 8-K/A is being filed pursuant to the rules governing the reporting of transactions on Form 8-K, under Rule 3-14 of Regulation S-X, to update through December 31, 1997, the interim unaudited financial statements for the nine months ended September 30, 1997, previously filed on the Current Report on Form 8-K for the Mulligan/Griffin Portfolio dated November 26, 1997 and on the Current Report on Form 8-K/A for Riverfront Plaza dated October 23, 1997.

Item 7 Financial Statements and Exhibits

The following financial statements are being filed in connection with the acquisition of Riverfront Plaza, Richmond, Virginia, which closed on January 22, 1998; the acquisition of the Mulligan/Griffin Portfolio, which closed on February 2, 1998; the acquisition of the Carnegie Center Portfolio, East Brunswick and Princeton, New Jersey, which closed on June 30, 1998: the acquisition of the Prudential Center, Boston, Massachusetts, which closed on July 2, 1998; and the acquisition of Metropolitan Square, Washington, D.C., which closed on July 10, 1998. This Form 8-K/A is being filed to amend (i) the Current Report on Form 8-K filed by the Registrant on July 15, 1998; (ii) the Current Report on Form 8-K filed by the Registrant on July 17, 1998; and (iii) the Current Report on Form 8-K filed by the Registrant on July 27, 1998.

The agreements made in connection with the transactions referenced above, were negotiated at arms length between the Registrant and representatives of the transferors. Neither the Registrant, any subsidiary of the Registrant nor any director or officer of the Registrant was affiliated with or had a material relationship with the transferors. In determining the price to purchase the Acquired Properties (as defined in the attached financial statements) the Registrant evaluated various factors, including, among others, the existing leases, which are the primary source of revenue, the occupancy rates, the competitive nature of the markets and comparative rental rates. Current and anticipated operating expenses, maintenance and repair costs, real estate taxes and capital improvement requirements were also evaluated. After reasonable inquiry, the Registrant is not aware of any material fators (other than those stated above) which would cause the reported financial information not to be indicative of future operating results.

(a) Financial Statements under Rule 3-14 of Regulation S-X.

Statement of Revenue over Certain Operating Expenses of Riverfront Plaza for the year ended December 31, 1997.

Statement of Revenue over Certain Operating Expenses of the Mulligan/Griffin Portfolio for the year ended December 31, 1997.

Statement of Revenue over Certain Operating Expenses of the Carnegie Center Portfolio for the year ended December 31, 1997 and (unaudited) for the period from January 1, 1998 to June 29, 1998.

Statement of Revenue over Certain Operating Expenses of the Prudential Center for the year ended December 31, 1997 and (unaudited) for the six months ended June 30, 1998.

Statement of Revenue over Certain Operating Expenses of Metropolitan Square for the year ended December 31, 1997 and (unaudited) for the six months ended June 30, 1998.

(b) Pro Forma Financial Statements

Pro Forma Consolidated Balance Sheet as of June 30, 1998 (unaudited).

Pro Forma Consolidated and Combined Statements of Operations for the six months ended June 30, 1998 (unaudited) and for the year ended December 31, 1997 (unaudited).

(c) Exhibits

23.1 Consent of PricewaterhouseCoopers LLP, Independent Accountants

BOSTON PROPERTIES, INC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BOSTON PROPERTIES, INC.

/s/ David G. Gaw

David G. Gaw,
Chief Financial Officer

Date: August 24, 1998

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Stockholders of
Boston Properties, Inc.:

In our opinion, the accompanying statement of revenue over certain operating expenses of Riverfront Plaza (the "Property") in Richmond, Virginia, presents fairly, in all material respects, the revenue over certain operating expenses (as described in Note 2) of the Property for the year ended December 31, 1997 in conformity with generally accepted accounting principles. This statement is the responsibility of the Property's management; our responsibility is to express an opinion on this statement based on our audit. We conducted our audit of this statement in accordance with generally accepted auditing standards, which require that we plan and perform the audit to obtain reasonable assurance about whether the statement of revenue over certain operating expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall statement presentation. We believe that our audit provides a reasonable basis for the opinion expressed above.

The accompanying statement of revenue over certain operating expenses was prepared for the purpose of complying with Rule 3-14 of the Securities and Exchange Commission, and excludes certain expenses described in Note 2, and therefore is not intended to be a complete presentation of the Property's revenue and expenses.

/s/ PricewaterhouseCoopers LLP

Boston, Massachusetts
August 17, 1998

RIVERFRONT PLAZA
STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

	For the year ended December 31, 1997
Revenue:	
Base rent	$14,909
Recoveries from tenants	2,891
Garage - net	2,390
Other income	454
	20,644
Certain operating expenses (Note 2):	
Repairs and maintenance	752
Utilities	1,498
General and administrative	420
Janitorial and cleaning	738
Security	395
Insurance	151
Real estate taxes	1,625
	5,579
Excess of revenue over certain operating expenses	$15,065

The accompanying notes are an integral part of the statement.

RIVERFRONT PLAZA
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES
(dollars in thousands)

1. DESCRIPTION OF THE PROPERTY

The accompanying statement of revenue over certain operating expenses (the "Statement") includes the operations of an approximately 899,720 square foot Class A office property located in Richmond, Virginia. The Property was acquired by Boston Properties, Inc. on January 22, 1998 from an unrelated third party.

2. BASIS OF ACCOUNTING

The accompanying Statement has been prepared on the accrual basis of accounting. The Statement has been prepared in accordance with Rule 3-14 of Regulation S-X of the Securities and Exchange Commission for real estate properties acquired or to be acquired. Accordingly, this Statement excludes certain historical expenses not comparable to the operations of the Property after acquisition such as amortization, depreciation, property management fees, certain interest costs, corporate expenses, certain bad debts and certain other costs not directly related to the future operations of the Property.

3. SIGNIFICANT ACCOUNTING POLICIES

Rental Revenue

Rental income is recognized on the straight-line method over the terms of the related leases. The excess of recognized rentals over amounts due pursuant to lease terms is recorded as accrued rent. The impact of the straight-line rent adjustment increased revenue by approximately $10 for the year ended December 31, 1997.

Risks and Uncertainties

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

(dollars in thousands)

4. DESCRIPTION OF LEASING ARRANGEMENTS

The commercial and office space is leased to tenants under leases with terms that vary in length. Minimum lease payments excluding reimbursement clauses and renewal options to be received during the next five years and thereafter for noncancelable operating leases in effect at December 31, 1997 are approximately as follows:

Year Ending December 31,	
1998	$14,889
1999	13,983
2000	13,243
2001	11,389
2002	10,562
Thereafter	31,760

As of December 31, 1997, two tenants occupied approximately 55% of the leasable square feet and represented 54% of total contract base rent.

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Stockholders of
Boston Properties, Inc.:

In our opinion, the accompanying statement of revenue over certain operating expenses of the Mulligan/Griffin Portfolio (the "Portfolio") in Greater Washington D.C., presents fairly, in all material respects, the revenue over certain operating expenses (as described in Note 2) of the Portfolio for the year ended December 31, 1997 in conformity with generally accepted accounting principles. This statement is the responsibility of the Portfolio's management; our responsibility is to express an opinion on this statement based on our audit. We conducted our audit of this statement in accordance with generally accepted auditing standards, which require that we plan and perform the audit to obtain reasonable assurance about whether the statement of revenue over certain operating expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall statement presentation. We believe that our audit provides a reasonable basis for the opinion expressed above.

The accompanying statement of revenue over certain operating expenses was prepared for the purpose of complying with Rule 3-14 of the Securities and Exchange Commission, and excludes certain expenses described in Note 2, and therefore is not intended to be a complete presentation of the Portfolio's revenue and expenses.

/s/ PricewaterhouseCoopers LLP

Boston, Massachusetts
August 14, 1998

MULLIGAN/GRIFFIN PORTFOLIO
STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

	For the year ended December 31, 1997
Revenue:	
Base rent	$25,924
Recoveries from tenants	5,314
	31,238
Certain operating expenses (Notes 2 and 5):	
Repairs and maintenance	1,029
Utilities	2,186
General and administrative	45
Janitorial and cleaning	480
Security	32
Insurance	155
Interest	10,363
Real estate taxes	1,608
	15,898
Excess of revenue over certain operating expenses	$15,340

The accompanying notes are an integral part of the statement.

MULLIGAN/GRIFFIN PORTFOLIO
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES
(dollars in thousands)

1. DESCRIPTION OF THE PORTFOLIO

The accompanying statement of revenue over certain operating expenses (the "Statement") includes the combined operations of nine office properties known as the Mulligan/Griffin Portfolio (the "Portfolio"), located in the Greater Washington, D.C. area, specifically in the Gaithersburg I-270 and I-270 Rockville submarkets of Montgomery County, Maryland and the Springfield and Reston submarkets of Fairfax County, Virginia. The Portfolio was acquired by Boston Properties, Inc. on February 2, 1998 from an unrelated third party, and is detailed as follows:

Property Name	Number of Buildings	Square Feet
National Imagery and Mapping Agency Building	1	263,870
Reston Town Center..................................	2	261,046
Lockheed Martin Building............................	1	255,244
910 Clopper Road....................................	1	180,650
Fullerton Square....................................	2	178,841
Decoverly Two.......................................	1	77,747
930 Clopper Road....................................	1	60,056
Total...		1,277,454

2. BASIS OF ACCOUNTING

The accompanying Statement has been prepared on the accrual basis of accounting. The Statement has been prepared in accordance with Rule 3-14 of Regulation S-X of the Securities and Exchange Commission for real estate properties acquired or to be acquired. Accordingly, this Statement excludes certain historical expenses not comparable to the operations of the Portfolio after acquisition such as amortization, depreciation, property management fees, certain interest costs, ground lease payments, corporate expenses, and certain other costs not directly related to the future operations of the Portfolio.

3. SIGNIFICANT ACCOUNTING POLICIES

Rental Revenue

Rental income is recognized on the straight-line method over the terms of the related leases. The excess of recognized rentals over amounts due pursuant to lease terms is recorded as accrued rent. The impact of the straight-line rent adjustment decreased revenue by approximately $582 for the year ended December 31, 1997.

(dollars in thousands)

Risks and Uncertainties

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

4. DESCRIPTION OF LEASING ARRANGEMENTS

The space is leased to tenants under leases with terms that vary in length. Minimum lease payments excluding reimbursement clauses and renewal options to be received during the next five years and thereafter for noncancelable operating leases in effect at December 31, 1997 are approximately as follows:

Year Ending December 31,	
1998	$29,736
1999	29,920
2000	30,249
2001	29,582
2002	27,816
Thereafter	79,836

As of December 31, 1997, two tenants occupied approximately 61% of the leasable square feet and represented 81% of total contract base rent.

5. DEBT ASSUMPTION

In connection with the acquisition, certain mortgage notes (the "Notes") encumbering three of the properties totaling $114,042 at December 31, 1997 were assumed. The interest expense reflected relates to the debt assumed. The Notes require payments of principal and interest through varying terms ranging from July 15, 2002 to February 1, 2005. The interest rate on the Notes range from 6.00% to 9.70%.

1998	$ 9,728
1999	10,588
2000	11,524
2001	12,549
2002	35,958

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Stockholders of
Boston Properties, Inc.:

In our opinion, the accompanying statement of revenue over certain operating expenses of the Carnegie Center Portfolio (the "Portfolio") in Princeton and East Brunswick, New Jersey present fairly, in all material respects, the revenue over certain operating expenses (as described in Note 2) of the Portfolio for the year ended December 31, 1997 in conformity with generally accepted accounting principles. This statement is the responsibility of the Portfolio's management; our responsibility is to express an opinion on this statement based on our audit. We conducted our audit of this statement in accordance with generally accepted auditing standards, which require that we plan and perform the audit to obtain reasonable assurance about whether the statement of revenue over certain operating expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall statement presentation. We believe that our audit provides a reasonable basis for the opinion expressed above.

The accompanying statement of revenue over certain operating expenses was prepared for the purpose of complying with Rule 3-14 of the Securities and Exchange Commission, and excludes certain expenses described in Note 2, and therefore is not intended to be a complete presentation of the Portfolio's revenue and expenses.

/s/ PricewaterhouseCoopers LLP

Boston, Massachusetts
July 30, 1998

CARNEGIE CENTER PORTFOLIO
STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

	For the year ended December 31, 1997	For the period January 1, 1998 to June 29, 1998 (unaudited)
Revenue:		
Base rent	$27,294	$13,857
Recoveries from tenants	7,128	3,449
Other income	427	232
	34,849	17,538
Certain operating expenses (Notes 2 and 5):		
Repairs and maintenance	3,130	1,217
Utilities	2,296	1,141
General and administrative	303	112
Janitorial and cleaning	1,138	563
Security	167	54
Interest	4,807	2,061
Real estate taxes	4,253	2,127
	16,094	7,275
Excess of revenue over certain operating expenses	$18,755	$10,263

The accompanying notes are an integral part of the statement.

CARNEGIE CENTER PORTFOLIO
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

1. DESCRIPTION OF THE PORTFOLIO

The accompanying statement of revenue over certain operating expenses (the "Statement") includes the combined operations of ten office properties known as the Carnegie Center Portfolio, (the "Portfolio") located in Princeton and East Brunswick, New Jersey. The Portfolio was acquired on June 30, 1998 by Boston Properties, Inc. from entities affiliated with the Landis Group, an unrelated third party, and are detailed as follows:

PROPERTY NAME	SQUARE FEET
Tower One	420,006
210 Carnegie Center	159,498
214 Carnegie Center	153,305
212 Carnegie Center	150,063
101 Carnegie Center	131,982
202 Carnegie Center	128,929
104 Carnegie Center	102,198
105 Carnegie Center	69,648
211 Carnegie Center	47,917
Childcare Property	6,500
Total	1,370,046

2. BASIS OF ACCOUNTING

The accompanying Statement has been prepared on the accrual basis of accounting. The Statement has been prepared in accordance with Rule 3-14 of Regulation S-X of the Securities and Exchange Commission for real estate properties acquired or to be acquired. Accordingly, this Statement excludes certain historical expenses not comparable to the operations of the Portfolio after acquisition such as amortization, depreciation, property management fees, certain interest costs, corporate expenses and certain other costs not directly related to the future operations of the Portfolio.

3. SIGNIFICANT ACCOUNTING POLICIES

Rental Revenue

Rental income is recognized on the straight-line method over the terms of the related leases. The excess of recognized rentals over amounts due pursuant to lease terms is recorded as accrued rent. The impact of the straight-line rent adjustment decreased revenue by approximately $508 and $343 for the year ended December 31, 1997 and for the period from January 1, 1998 to June 29, 1998 (unaudited), respectively.

(dollars in thousands)

Unaudited Interim Information

The statement of revenue over certain operating expenses for the period from January 1, 1998 to June 29, 1998 is unaudited. In the opinion of management, all adjustments necessary for a fair presentation of such Statement have been included. The results of operations for the period are not necessarily indicative of future results of operations.

Risks and Uncertainties

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

4. DESCRIPTION OF LEASING ARRANGEMENTS

The space is leased to tenants under leases with terms that vary in length. Minimum lease payments excluding reimbursement clauses and renewal options to be received during the next five years and thereafter for noncancelable operating leases in effect at December 31, 1997 are as follows:

YEAR ENDING DECEMBER 31,	
1998	$ 27,985
1999	25,586
2000	23,847
2001	15,615
2002	10,815
Thereafter	17,287

As of December 31, 1997, two tenants occupied approximately 47% of the leasable square feet and represented 47% of total contract base rent.

(dollars in thousands)

5. DEBT ASSUMPTION

In connection with the acquisition, certain mortgage notes (the "Notes") encumbering five of the properties totaling $65,252 at December 31, 1997 were assumed. The interest expense reflected relates to the debt assumed. The Notes require payments of principal and interest through varying terms ranging from October 31, 2000 to February 1, 2010. The interest rate on the Notes range from 6.25% to 8.40%

Principal payments due on the Notes during the next five years are approximately as follows:

1998	$ 1,338
1999	1,469
2000	53,580
2001	337
2002	363

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Stockholders of
Boston Properties, Inc.:

In our opinion, the accompanying statement of revenue over certain operating expenses of the Prudential Center (the "Property") in Boston, Massachusetts, presents fairly, in all material respects, the revenue over certain operating expenses (as described in Note 2) of the Property for the year ended December 31, 1997 in conformity with generally accepted accounting principles. This statement is the responsibility of the Property's management; our responsibility is to express an opinion on this statement based on our audit. We conducted our audit of this statement in accordance with generally accepted auditing standards, which require that we plan and perform the audit to obtain reasonable assurance about whether the statement of revenue over certain operating expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall statement presentation. We believe that our audit provides a reasonable basis for the opinion expressed above.

The accompanying statement of revenue over certain operating expenses was prepared for the purpose of complying with Rule 3-14 of the Securities and Exchange Commission, and excludes certain expenses described in Note 2, and therefore is not intended to be a complete presentation of the Property's revenue and expenses.

/s/ PricewaterhouseCoopers LLP

Boston, Massachusetts
July 24, 1998

PRUDENTIAL CENTER
STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

	For the year ended December 31, 1997	For the six months ended June 30, 1998
		(unaudited)
Revenue:		
Base rent - office and retail	$45,792	$24,288
Recoveries from tenants	7,273	3,916
Garage - net	10,260	5,481
Other income	4,960	2,365
	68,285	36,050
Certain operating expenses (Notes 2 and 5):		
Repairs and maintenance	4,471	1,907
Janitorial and cleaning	3,517	1,722
Security	2,212	1,038
Utilities	6,137	2,232
General and administrative	1,415	765
Insurance	445	167
Real estate taxes	13,543	7,007
Advertising and promotion	1,171	178
	32,911	15,016
Excess of revenue over certain operating expenses	$35,374	$21,034

The accompanying notes are an integral part of the statement.

PRUDENTIAL CENTER
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES
(dollars in thousands)

1. DESCRIPTION OF THE PROPERTY

The accompanying statement of revenue over certain operating expenses (the "Statement") includes the collective operations of two Class A office towers with approximately 1.72 million net rentable square feet, an approximately 477,000 net rentable square foot retail complex and a parking garage with approximately 2,700 parking spaces known as the Prudential Center ("the Property") located in Boston, Massachusetts. The Property was acquired by Boston Properties, Inc. on July 2, 1998 from an unrelated third party.

2. BASIS OF ACCOUNTING

The accompanying Statement has been prepared on the accrual method of accounting. The Statement has been prepared in accordance with Rule 3-14 of Regulation S-X of the Securities and Exchange Commission for real estate properties acquired or to be acquired. Accordingly, this Statement excludes certain historical expenses not comparable to the operations of the Property after acquisition such as amortization, depreciation, property management fees, corporate expenses and certain other costs not directly related to the future operations of the Property.

3. SIGNIFICANT ACCOUNTING POLICIES

Rental Revenue

Rental income is recognized on the straight-line method over the terms of the related leases. The excess of recognized rentals over amounts due pursuant to lease terms is recorded as accrued rent. The impact of the straight-line rent adjustment increased revenue by approximately $1,590 and $300 for the year ended December 31, 1997 and the six months ended June 30, 1998 (unaudited), respectively.

Unaudited Interim Information

The Statement of revenue over certain operating expenses for the six months ended June 30, 1998 is unaudited. In the opinion of management, all adjustments necessary for a fair presentation of such combined statement have been included.

(dollars in thousands)

Risks and Uncertainties

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

4. DESCRIPTION OF LEASING ARRANGEMENTS

The office and retail space is leased to tenants under leases with terms that vary in length. Minimum lease payments excluding reimbursement clauses, percentage lease revenue and renewal options to be received during the next five years and thereafter under noncancelable operating leases in effect at December 31, 1997 are as follows:

Year Ending December 31,	
1998	$ 38,410
1999	39,487
2000	39,431
2001	35,630
2002	38,503
Thereafter	104,743

As of December 31, 1997, three tenants occupied approximately 48% of the leasable square feet and represented 41% of the contract base rent.

5. RELATED PARTY TRANSACTIONS

Insurance coverage is provided by an affiliated party of the seller.

During the year ended December 31, 1997, affiliates of the seller leased space at the Property. Rental revenue in 1997 includes approximately $250 from leases with affiliates.

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Stockholders of
Boston Properties, Inc.:

In our opinion, the accompanying statement of revenue over certain operating expenses of Metropolitan Square in Washington, D.C. (the "Property") present fairly, in all material respects, the revenue over certain operating expenses (as described in Note 2) of the Property for the year ended December 31, 1997 in conformity with generally accepted accounting principles. This statement is the responsibility of the Property's management; our responsibility is to express an opinion on this statement based on our audit. We conducted our audit of this statement in accordance with generally accepted auditing standards, which require that we plan and perform the audit to obtain reasonable assurance about whether the statement of revenue over certain operating expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the statement, assessing the accounting principles used and significant estimates made by management, and evaluating the overall statement presentation. We believe that our audit provides a reasonable basis for the opinion expressed above.

The accompanying statement of revenue over certain operating expenses was prepared for the purpose of complying with Rule 3-14 of the Securities and Exchange Commission, and excludes certain expenses described in Note 2, and therefore is not intended to be a complete presentation of the Property's revenue and expenses.

/s/ PricewaterhouseCoopers LLP

Boston, Massachusetts
July 10, 1998

METROPOLITAN SQUARE
STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(dollars in thousands)

	For the year ended December 31, 1997	For the six months ended June 30, 1998 (unaudited)
Revenue:		
Base rent	$18,221	$ 9,195
Recoveries from tenants	1,100	449
Garage - net	1,034	549
	20,355	10,193
Certain operating expenses (Notes 2, 5 and 6):		
Repairs and maintenance	843	463
Janitorial and cleaning	772	408
Security	207	114
Utilities	951	502
General and administrative	343	209
Insurance	64	28
Real estate taxes	2,854	1,506
Interest	9,589	4,761
	15,623	7,991
Excess of revenue over certain operating expenses	$ 4,732	$ 2,202

The accompanying notes are an integral part of the statement.

METROPOLITAN SQUARE
NOTES TO STATEMENT OF REVENUE OVER CERTAIN OPERATING EXPENSES

(DOLLARS IN THOUSANDS)

1. DESCRIPTION OF THE PROPERTY

The accompanying statement of revenue over certain operating expenses (the "Statement") includes the operations of an approximately 596,543 square foot Class A office property known as Metropolitan Square, (the "Property") located in Washington, D.C. The Property was acquired on July 10, 1998 by Boston Properties, Inc. from an unrelated third party.

2. BASIS OF ACCOUNTING

The accompanying Statement has been prepared on the accrual basis of accounting. The Statement has been prepared in accordance with Rule 3-14 of Regulation S-X of the Securities and Exchange Commission for real estate properties acquired or to be acquired. Accordingly, this Statement excludes certain historical expenses not comparable to the operations of the Property after acquisition such as amortization, depreciation, certain property management fees, certain interest costs, corporate expenses and certain other costs not directly related to the future operations of the Property.

3. SIGNIFICANT ACCOUNTING POLICIES

Rental Revenue

Rental income is recognized on the straight-line method over the terms of the related leases. The excess of recognized rentals over amounts due pursuant to lease terms is recorded as accrued rent. The impact of the straight-line rent adjustment increased revenue by approximately $847 and $303 for the year ended December 31, 1997 and for the six months ended June 30, 1998 (unaudited), respectively.

Unaudited Interim Information

The statement of revenue over certain operating expenses for the six months ended June 30, 1998 is unaudited. In the opinion of management, all adjustments necessary for a fair presentation of such Statement have been included. The results of operations for the period are not necessarily indicative of future results of operations.

METROPOLITAN SQUARE
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(DOLLARS IN THOUSANDS)

Risks and Uncertainties

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

4. DESCRIPTION OF LEASING ARRANGEMENTS

The space is leased to tenants under leases with terms that vary in length. Minimum lease payments excluding reimbursement clauses and renewal options to be received during the next five years and thereafter for noncancelable operating leases in effect at December 31, 1997 are as follows:

Year Ending December 31,	
1998	$17,106
1999	13,308
2000	10,959
2001	10,622
2002	10,059
Thereafter	42,589

As of December 31, 1997, three tenants occupied approximately 71% of the leasable square feet and represented 64% of the contract base rent.

METROPOLITAN SQUARE
NOTES TO STATEMENT OF REVENUE
OVER CERTAIN OPERATING EXPENSES

(DOLLARS IN THOUSANDS)

5. DEBT ASSUMPTION

In connection with the acquisition, the mortgage debt (the "Note") encumbering the Property totaling $104,674 at December 31, 1997 was assumed. The terms of the Note were modified upon assumption to eliminate current principal payments. The Note requires interest only payments at an interest rate of 9.125% and matures on June 1, 2000.

6. RELATED PARTY TRANSACTIONS

During the year ended December 31, 1997, parking operations were managed by an affiliate of the seller. Management fees of approximately $184 were incurred in 1997.

BOSTON PROPERTIES, INC.
NOTES TO THE
PRO FORMA CONSOLIDATED BALANCE SHEET
(Unaudited)

The accompanying unaudited Pro Forma Consolidated Balance Sheet of Boston Properties, Inc. (the "Company") is presented as if the following transactions; (i) the properties acquired subsequent to June 30, 1998 (the "Acquired Properties"), (ii) the private sale of common stock on July 2, 1998 and, (iii) repayment of certain notes had been consummated on June 30, 1998.

This Pro Forma Consolidated financial information should be read in conjunction with Form 10-Q for the six months ended June 30, 1998.

The following Consolidated Balance Sheet is not necessarily indicative of what the actual financial position would have been assuming the above transactions had been consummated on June 30, 1998 nor does it purport to represent the future financial position of the Company.

BOSTON PROPERTIES, INC.
PRO FORMA CONSOLIDATED BALANCE SHEET
JUNE 30, 1998
(unaudited)
(dollars in thousands)

	Boston Properties, Inc.	Acquired Properties	Other Adjustments	Pro Forma
ASSETS				
Real Estate	$2,675,418	$698,337		$3,373,755
Less: accumulated depreciation	(319,414)			(319,414)
Total real estate	2,356,004	698,337 (A)		3,054,341
Cash and cash equivalents	108,962	(143,249)(B)	$ 35,656 (B)	1,369
Escrows	17,833			17,833
Tenant and other receivables, net	24,767			24,767
Accrued rental income, net	62,773			62,773
Deferred charges, net	36,949			36,949
Prepaid expenses and other assets	22,921			22,921
Investment in joint ventures	7,674	27,000 (C)		34,674
Total assets	$2,637,883	$582,088	$ 35,656	$3,255,627
LIABILITIES AND STOCKHOLDERS' EQUITY				
Liabilities:				
Mortgage notes payable	$1,327,575	$408,855 (D)		$1,736,430
Unsecured line of credit	-	31,089 (D)		31,089
Accounts and notes payable and accrued expenses	62,120	18,181 (E)	$(18,181)(B)	62,120
Accrued interest payable	3,276			3,276
Other liabilities	17,395			17,395
Total liabilities	1,410,366	458,125	(18,181)	1,850,310
Minority interest in Operating Partnership	352,790	123,963 (A)	(43,445)(G)	433,308
Stockholders' equity:				
Excess stock, $.01 par value, 50,000,000 shares authorized, none issued and outstanding	-			
Preferred stock, $.01 par value, 50,000,000 shares authorized, none issued or outstanding	-			
Common Stock, $.01 par value, 250,000,000 shares authorized, 61,694,041 issued and outstanding (historical) and 63,369,887 shares issued and outstanding (pro forma)	617		17 (F)	634
Additional paid-in capital	847,090		97,265 (B),(G)	944,355
Retained earnings	27,020			27,020
Total stockholders' equity	874,727		97,282	972,009
Total liabilities and stockholders' equity	$2,637,883	$582,088	$ 35,656	$3,255,627

BOSTON PROPERTIES, INC.
NOTES TO THE
PRO FORMA CONSOLIDATED BALANCE SHEET
(UNAUDITED)
(DOLLARS IN THOUSANDS)

(A) Represents the purchase price, including closing costs, of the Acquired Properties as follows:

	Purchase Price
Prudential Center (1)	$518,982
Metropolitan Square (2)	179,355
Total Acquired Properties	$698,337

(1) The acquisition of the Prudential Center was funded by the issuance of $96,163 in restricted Operating Partnership Units (the "OP Units") based on a price per share of $32.125, mortgage acquisition financing of $300,000, cash of $118,730 and a drawdown from the Unsecured Line of Credit of $4,089.
(2) The acquisition of Metropolitan Square was funded by the issuance of $27,800 in OP Units based on a price per share of $34.09, the assumption of the fair value of mortgage debt in the amount of $108,855, the assumption of notes payable of $18,181 and cash of $24,519.

(B) Represents the cash transactions related as follows:

Proceeds received from the private sale of 1,675,846 common shares	$ 53,837
Paydown on notes payable assumed in the Metropolitan Square acquisition	(18,181)
Working capital used for the Acquired Properties	(143,249)
Net decrease in cash	$(107,593)

(C) Net increase reflects the following:

Related investment into joint venture for a 50% interest in the future development at the Prudential Center	$ 27,000

(D) Represents the following debt transactions related to the Acquired Properties:

MORTGAGE NOTES PAYABLE

Mortgage assumed in connection with the acquisition of Metropolitan Square at fair value	$108,855
Mortgage financing in connection with the acquisition of The Prudential Center	300,000
Net increase in mortgage notes payable	$408,855

UNSECURED LINE OF CREDIT

Draw from Unsecured Line of Credit for investment into joint venture related to the future development at the Prudential Center	$ 27,000
Draw from Unsecured Line of Credit for the Prudential Center acquisition	4,089
Net increase in Unsecured Line of Credit	$ 31,089

(E) Reflects notes payable assumed in connection with the acquisition of Metropolitan Square.

(F) Reflects private sale of 1,675,846 shares of common stock on July 2, 1998.

(G) Adjustment to minority interest to reflect change as a result of the increase in outstanding OP Units as a result of the acquisitions.

BOSTON PROPERTIES, INC.
PRO FORMA CONSOLIDATED AND COMBINED STATEMENTS OF INCOME
For the six months ended June 30, 1998 and the year ended December 31, 1997
(Unaudited)

The accompanying unaudited Pro Forma Condensed Consolidated Statement of Income for the six months ended June 30, 1998 and for the year ended December 31, 1997 is presented as if the following transactions had occurred on January 1, 1997: (i) the consummation of the initial public offering (the "Initial Offering") and related Formation Transactions, (ii) the consummation of the second offering and private sale of common stock, (iii) the acquisition of the previously completed 1997 acquisitions reported on Form 8-K's previously filed with the Securities and Exchange Commission (the "1997 Acquired Properties") (iv) the significant acquisitions, (as defined in SEC Rule "3-14") made in 1998 and detailed below (the "1998 Acquisitions") (v) the closing of mortgage financing and refinancings, and (vi) the drawdown in the Unsecured Line of Credit as a result of acquisitions.

The operations of the hotel properties and the parking garages have been included in the pro forma financial information pursuant to participating lease agreements for the Company to continue to qualify as a REIT under IRC Section 856.

This Pro Forma Consolidated Pro Forma Statement of Income should be read in conjunction with the historical consolidated and combined financial statement and notes thereto of the Company and the Predecessor Company, Inc reported on Form 10-K for the year ended December 31, 1997 and Form 10-Q for the six month period ended June 30, 1998.

The unaudited Pro Forma Consolidated Pro Forma financial information prepared by Boston Properties' management is not necessarily indicative of what the actual results of operations would have been for the six months ended June 30, 1998 or for the year ended December 31, 1997, had the previously described transactions actually occurred on January 1, 1997 and the effect thereof carried forward through the six month period ended June 30, 1998, nor do they purport to present the future results of operations of the Company.

BOSTON PROPERTIES, INC.
PRO FORMA CONSOLIDATED STATEMENT OF INCOME
FOR THE SIX MONTHS ENDED JUNE 30, 1998
(unaudited)
(dollars in thousands, except per share data)

	Boston Properties, Inc. Six months ended June 30, 1998	1998 Acquired Properties (A)	Other Adjustments	Pro Forma
Revenue:				
Rental:				
Base rent	$167,075	$59,354		$226,429
Recoveries from tenants	19,362	8,557		27,919
Parking and other	2,706	3,244		5,950
Total rental revenue	189,143	71,155		260,298
Development and management services	6,159			6,159
Interest and other	8,341		$(7,542)(C)	799
Total revenue	203,643	71,155	(7,542)	267,256
Expenses:				
Rental:				
Operating	26,793	13,462		40,255
Real estate taxes	27,140	10,912		38,052
General and administrative	10,621		150(B)	10,771
Interest	48,743	6,439	8,527(D)	63,709
Depreciation and amortization	29,689	9,936		39,625
Total expenses	142,986	40,749	8,677	192,412
Income before minority interests	60,657	30,406	(16,219)	74,844
Minority interest in property partnership	(229)			(229)
Income before minority interest in Operating Partnership	60,428	30,406	(16,219)	74,615
Minority interest in Operating Partnership	(14,440)		(7,538)(F)	(21,978)
Income before extraordinary item	$ 45,988	$30,406	$(23,757)	$ 52,637
Income before extraordinary item per common share - basic	$ .79			$ .83
Weighted average number of common shares outstanding - basic	58,009			63,370
Income before extraordinary item per common share - diluted	$ .79			$ .82
Weighted average number of common shares outstanding - diluted	58,613			63,974

BOSTON PROPERTIES, INC.
NOTES TO PRO FORMA CONSOLIDATED
STATEMENT OF INCOME
For the six months ended June 30, 1998
(dollars in thousands, except per share data)
(unaudited)

(A) Reflects the historical results of operations, as adjusted for base rent, interest and depreciation, for the 1998 Acquired Properties for the six months ended June 30, 1998 as follows:

	Riverfront Plaza(1)	Mulligan/ Griffin(1)	Carnegie Center(1)	Prudential Center	Metropolitan Square	Total 1998 Acquisitions
Revenue:						
Rental:						
Base rent	$ 1,121	$ 2,357	$ 13,857	$ 29,769	$ 9,744	$ 56,848
Adjustment(2)	-	-	537	1,771	198	2,506
Total base rent	1,121	2,357	14,394	31,540	9,942	59,354
Recoveries from tenants	217	526	3,449	3,916	449	8,557
Other income	117	530	232	2,365	-	3,244
Total rental revenue	1,455	3,413	18,075	37,821	10,391	71,155
Expenses:						
Operating	255	387	3,087	8,009	1,724	13,462
Real estate taxes	137	135	2,127	7,007	1,506	10,912
Interest	-	677	2,076(3)	-	3,686(4)	6,439
Depreciation (Note E)	236	452	2,588	4,865	1,795	9,936
Total expenses	628	1,651	9,878	19,881	8,711	40,749
Net income	$ 827	$ 1,762	$ 8,197	$ 17,940	$ 1,680	$ 30,406

(1) Reflects results of operations prior to acquisition.

(2) Represents an adjustment to straight-line rent based on the pro forma acquisition date of January 1, 1997.

(3) Includes an adjustment of $15 to reflect effective interest expense on the mortgage debt assumed.

(4) Includes an adjustment of ($1,075) to reflect interest expense on the mortgage debt assumed.

(B) Reflects and incremental increase in general and administrative costs related to the 1998 Acquired Properties.

(C) Reflects the net decrease in interest income as a result of cash used to acquire the 1998 Acquired Properties.

(D) Reflects increase in interest expense as a result of the following transactions:

Interest on mortgage acquisition financing of the Prudential Center in the principal amount of $300,000 computed at an interest rate of 6.72%....	$ 10,080
Interest reduction on paydown of $30 million related to the 875 Third Avenue mortgage loan..	(800)
Interest on draw down on unsecured Line of Credit as a result of the 1998 Acquired Properties...	139
Interest on mortgage acquisition financing of Riverfront Plaza in the principal amount of $121,800 computed at an interest rate of 6.61%........	485
Interest reduction on refinancing and partial paydown of the Mulligan/Griffin Portfolio loans..	(1,377)
Increase in interest expense..	$ 8,527

(E) Detail of pro forma depreciation expense is presented below for the 1998 Acquired Properties:

PROPERTIES	PURCHASE PRICE	PRO FORMA DEPRECIATION(1)
Riverfront Plaza(2)	$174,361	236
Mulligan/Griffin Portfolio(2)	257,890	452
Carnegie Center Portfolio(2)	276,000	2,588
Prudential Center	518,982	4,865
Metropolitan Square	179,355	1,795
		$9,936

(1) Represents depreciation expense on the properties which has been calculated over 40 years for the building and over the life of the lease for tenant improvements.

(2) Reflects pro forma depreciation expense for the period prior to acquisition.

(F) This pro forma adjustment reflects the adjustment for the operating partnership unit holders' share of pro forma income before extraordinary items, including the distribution on the preferred units at a rate of 7.25%.

Boston Properties, Inc.
Pro Forma Consolidated and Combined Statement of Income
For the year ended December 31, 1997
(unaudited)
(dollars in thousands, except per share data)

	Boston Properties, Inc.	Boston Properties Predecessor Group	Pro Forma Adjustments	
	June 23, 1997 to December 31, 1997	Jan. 1, 1997 to June 22, 1997	Formation Transactions	Initial Offering Acquisition Property
			A	B
Revenue:				
Rental:				
Base rent	$126,401	$ 80,122	$9,396	$ 1,498
Recoveries from tenants	12,564	10,283	-	101
Parking and other	676	3,397	(1,061)	-
Total rental revenue	139,641	93,802	8,335	1,599
Hotel	-	31,185	(31,185)	-
Development and management services	3,813	3,685	(452)	-
Interest and other	2,189	1,146	(352)	-
Total revenue	145,643	129,818	(23,654)	1,599
Expenses:				
Rental:				
Operating	19,591	13,650	(353)	437
Real estate taxes	20,502	13,382	1,345	172
Hotel:				
Operating	-	20,938	(20,938)	-
Real estate taxes	-	1,514	(1,514)	-
General and administrative	6,689	5,116	391	-
Interest	38,264	53,324	(28,151)	-
Depreciation and amortization	21,719	17,054	124	210
Total expenses	106,765	124,978	(49,096)	819
Income before minority interests	38,878	4,840	25,442	780
Minority interest in property Partnership	(215)	(235)	-	-
Income before minority interest in Operating Partnership	38,663	4,605	25,442	780
Minority interest in Operating Partnership	(11,437)	-	-	-
Income before extraordinary item	$ 27,226	$ 4,605	$ 25,442	$ 780
Income before extraordinary item per common share - basic	$ 0.70			
Weighted average number of common shares outstanding - basic	38,694			
Income before extraordinary item per common share - diluted	$ 0.70			
Weighted average number of common shares outstanding - diluted	39,108			

Boston Properties, Inc.
Pro Forma Consolidated and Combined Statement of Income
For the year ended December 31, 1997
(unaudited)
(dollars in thousands, except per share data)

	Pro Forma Adjustments			
	1997 Acquired Properties	1998 Acquired Properties	Other Adjustments	Pro Forma December 31, 1997
	(C)	(C)		
Revenue:				
Rental:				
Base rent	$ 54,440	$152,014		$423,871
Recoveries from tenants	7,639	23,706		54,293
Parking and other	347	5,841		9,200
Total rental revenue	62,426	181,561		487,364
Hotel				-
Development and management services				7,046
Interest and other			(2,566)(D)	417
Total revenue	62,426	181,561	(2,566)	494,827
Expenses:				
Rental:				
Operating	14,580	37,463		85,368
Real estate taxes	13,049	23,883		72,333
Hotel:				
Operating				-
Real estate taxes				-
General and administrative			1,300(E)	13,496
Interest	11,138	20,861	39,683(F)	135,119
Depreciation and amortization	7,709	27,809		74,625
Total expenses	46,476	110,016	40,983	380,941
Income before minority interests	15,950	71,545	(43,549)	113,886
Minority interest in property partnership				(450)
Income before minority interest in Operating Partnership	15,950	71,545	(43,549)	113,436
Minority interest in Operating Partnership			(23,038)(H)	(34,475)
Income before extraordinary item	$ 15,950	$ 71,545	$(66,587)	$ 78,961
Income before extraordinary item per common share - basic				$ 1.25
Weighted average number of common shares outstanding - basic				63,370
Income before extraordinary item per common share - diluted				$ 1.24
Weighted average number of common shares outstanding - diluted				63,783

BOSTON PROPERTIES, INC.

NOTES TO THE PRO FORMA CONSOLIDATED AND COMBINED STATEMENT OF INCOME

(DOLLARS IN THOUSANDS)

Notes to the Pro Forma Consolidated and Combined Statement of Income for the year ended December 31, 1997

(A) Reflects the pro forma Formation Transactions adjustment summary for the period from January 1, 1997 to June 22, 1997 (the "Predecessor Period").

Pro Forma Adjustments	Rent Hotels and Garage	Parking Income	Hotel Revenue	Mgmt Fees	Interest and Other	Property Operating Expenses	Property Real Estate Taxes
(1) Assignment of contracts......................				$(452)			
(2) Equity investment income.....................					$ 21		
(3) Operation of hotels and garage...............		$(1,061)	$(31,185)			$(353)	$1,345
(4) Rental of hotels and garage..................	$9,396						
(5) General and administrative...................							
(6) Amortization of deferred financing costs.....							
(7) Release of restricted cash...................					(373)		
(8) Depreciation expense.........................							
(9) Mortgage interest............................							
Pro Forma Formation Transactions adjustment summary total	$9,396	$(1,061)	$(31,185)	$(452)	$(352)	$(353)	$1,345

Pro Forma Adjustments	Hotel Operating Expenses	Hotel Real Estate Taxes	General & Admin	Interest Expense	Depreciation Expense
(1) Assignment of contracts.....................			$(430)		
(2) Equity investment income....................					
(3) Operation of hotels and garage..............	$(20,938)	$(1,514)			
(4) Rental of hotels and garage.................					
(5) General and administrative..................			821		
(6) Amortization of deferred financing costs....				$ (189)	
(7) Release of restricted cash..................					
(8) Depreciation expense........................					$124
(9) Mortgage interest...........................				(27,962)	
Pro Forma Formation Transactions adjustment summary total	$(20,938)	$(1,514)	$ 391	$(28,151)	$124

(1) In connection with the Formation Transactions, certain third-party management contracts were assigned to the Development and Management Company. As a result of the assignment, operating income, expenses and overhead attributable to the contracts were reflected in the operations of the Development and Management Company as detailed below:

Management services..	$ 452
General and administrative expenses..	(430)
Manager contract income..	$ 22

(2) The Operating Partnership holds a 95% economic interest in the Development and Management Company and records an equity interest of $21 on the $22 net income.

(3) In connection with the Formation Transactions, the Operating Partnership entered into participating leases for the operation of the hotels and parking garage. As a result of these agreements, revenue and expenses will not be reflected from the operation of these businesses.

(4) Represents rental income from the leasing of the hotels and parking garage owned by the Operating Partnership. The hotel lease arrangements are with an affiliate.

(5) Reflects an increase of $821 in general and administrative expenses as a result of operating as a public company.

(6) Reflects the net increase of $290 in the amortization of deferred financing costs for the $1,800 fee and related professional costs on the Unsecured Line of Credit, less a net reduction of $479 in amortization of deferred financing costs related to debt paid off with the Initial Offering proceeds.

(7) Reflects the decrease in interest income as a result of the release of cash previously required to be held in escrow per the terms of the various mortgage note payable agreements.

(8) Reflects the increase in depreciation from depreciating over 40 years the pro forma increase in real estate from the purchase of limited partners' interests and transfer cost paid.

(9) Reflects the repayment of a portion of the existing mortgage indebtedness from proceeds of the Initial Offering for the Predecessor Period:

Properties	Principal Amount	Interest Rate	Interest
599 Lexington Avenue	$225,000	7.00%	$ 7,547
Two Independence Square	122,505	7.90%	4,637
One Independence Square	78,327	7.90%	2,965
2300 N Street	66,000	7.00%	2,214
Capital Gallery	60,559	8.24%	2,391
Ten Cambridge Center	25,000	7.57%	907
191 Spring Street	23,883	8.50%	973
Bedford Business Park	23,376	8.50%	952
10 & 20 Burlington Mall Road	16,621	8.33%	663
Cambridge Center North Garage	15,000	7.57%	544
91 Hartwell Avenue	11,322	8.33%	452
92 & 100 Hayden Avenue	9,057	8.33%	362
Montvale Center	7,969	8.59%	328
Newport Office Park	6,874	8.13%	268
Hilltop Business Center	4,750	7.00%	159
Total			25,362
Historical interest expense- Predecessor Period			(53,324)
Pro forma interest expense adjustment for the Predecessor Period			$(27,962)

(B) Reflects the results of operations, as adjusted for depreciation, of the Newport Office Park, acquired concurrent with the Initial Offering, for the period from January 1, 1997 to June 22, 1997 (the acquisition date).

(C) Reflects the historical results of operations, as adjusted, for base rent, interest and depreciation, for the 1997 and 1998 Acquired Properties for the year ended December 31, 1997:

1997 Acquired Properties:

	280 Park Avenue(1)	100 East Pratt Street(1)	875 Third Avenue(1)	Total 1997 Acquisitions
Revenue:				
Rental:				
Base rent	$17,012	$10,924	$18,646	$46,582
Adjustment(2)	7,437	397	24	7,858
Total base rent	24,449	11,321	18,670	54,440
Recoveries from tenants	1,707	2,133	3,799	7,639
Parking and other	80	267	-	347
Total rental revenue	26,236	13,721	22,469	62,426
Expenses:				
Rental:				
Operating	7,772	3,453	3,355	14,580
Real estate taxes	6,677	1,541	4,831	13,049
Interest	-	-	11,138(3)	11,138
Depreciation (Note G)	3,355	1,934	2,420	7,709
Total expenses	17,804	6,928	21,744	46,476
Net income	$ 8,432	$ 6,793	$ 725	$15,950

(1) Reflects results of operations for the period prior to acquisition.

(2) Represents an adjustment to straight-line rent based on the pro forma acquisition date of January 1, 1997.

(3) Includes an adjustment of ($675) to reflect effective interest on the mortgage debt assumed.

1998 Acquired Properties:

	Riverfront Plaza	Mulligan/ Griffin	Carnegie Center	Prudential Center	Metropolitan Square	Total 1998 Acquisitions
Revenue:						
Rental:						
Base rent	$ 17,299	$25,924	$27,294	$56,052	$19,255	$145,824
Adjustment(1)	909	464	1,127	3,542	148	6,190
Total base rent	18,208	26,388	28,421	59,594	19,403	152,014
Recoveries from tenants	2,891	5,314	7,128	7,273	1,100	23,706
Parking and other	454	-	427	4,960	-	5,841
Total rental revenue	21,553	31,702	35,976	71,827	20,503	181,561
Expenses:						
Rental:						
Operating	3,954	3,927	7,034	19,368	3,180	37,463
Real estate taxes	1,625	1,608	4,253	13,543	2,854	23,883
Interest	-	8,692(2)	4,835(3)	-	7,334(4)	20,861
Depreciation (Note G)	3,923	5,480	5,175	9,731	3,500	27,809
Total expenses	9,502	19,707	21,297	42,642	16,868	110,016

Net income	$ 12,051	$11,995	$14,679	$29,185	$ 3,635	$ 71,545
	=========	========	=========	========	==========	===========

(1) Represents an adjustment to straight-line rent based on the pro forma acquisition date of January 1, 1997.

(2) Includes an adjustment of ($1,671) to reflect the effective interest expense of the mortgage debt assumed.

(3) Includes an adjustment of $28 to reflect effective interest expense on the mortgage debt assumed.

(4) Includes an adjustment of ($2,255) to reflect effective interest expense on the mortgage debt assumed.

(D) Reflects reduction in interest income as a result of cash used for the acquisition of properties.

(E) Reflects the incremental increase in general and administrative costs related to the 1997 and 1998 Acquired Properties.

(F) Reflects the net increase in interest expense as a result of the following debt transactions:

Interest on anticipated draw down on Unsecured Line of Credit as a result of 1997 and 1998 Acquired Properties..	$ 8,450
Interest on mortgage acquisition financing of 280 Park Avenue in the original principal amount of $220 million computed at an interest rate of 7.00% for the period January 1, 1997 to September 11, 1997 (date of acquisition)...	10,675
Amortization of deferred financing fees for the period from January 1, 1997 to September 11, 1997 (date of acquisition) as a result of approximately $1.1 million of fees associated with the mortgage financing of 280 Park Avenue. The deferred financing fees are amortized over the five year term of the loan...	153
Interest on mortgage acquisition financing of Riverfront Plaza in the amount of $121,800 computed at an interest rate of 6.61%..	8,051
Interest reduction on paydown of $30 million related to the 875 Third Avenue mortgage loan.....	(2,400)
Interest on mortgage acquisition financing of the Prudential Center in the principal amount of $300,000 computed at an interest rate of 6.72%......................................	20,160
Interest reduction on refinancing and partial paydown of the Mulligan/Griffin Portfolio loans'..	(5,406)

Increase in interest expense	$ 39,683
	========

(G) Detail of pro forma depreciation expense is presented below for the 1997 and 1998 Acquired Properties:

	Purchase Price	Pro forma Depreciation(1)
1997 Acquired Properties		
280 Park Avenue	$322,650	$ 3,355
100 East Pratt Street	137,516	1,934
875 Third Avenue	215,118	2,420

		$ 7,709
		=======
1998 Acquired Properties		
Riverfront Plaza	$174,361	$ 3,923
Mulligan/Griffin Portfolio	257,890	5,480
Carnegie Center Portfolio	276,000	5,175
Prudential Center	518,982	9,731
Metropolitan Square	179,255	3,500

		$27,809
		=======

(1) Represents depreciation expense on the properties which has been calculated over 40 years for the building and over the life of the lease for tenant improvements.

(H) This pro forma adjustment reflects the adjustment for the operating partnership unit holders' share of pro forma income before extraordinary items, including the distribution on the preferred units at a rate of 7.25%.

EXHIBIT 23.1

CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the registration statements of Boston Properties, Inc. on Forms S-3 (File Nos. 333-60219 and 333-61799) of our reports indicated below with respect to the financial statements indicated below, which reports are included in this Form 8-K/A of Boston Properties Inc., dated August 24, 1998.

Financial Statements	Date of Independent Accountants Report
Statement of revenue over certain operating expenses of Riverfront Plaza for the year ended December 31, 1997.	August 17, 1998
Statement of revenue over certain operating expenses of the Mulligan/Griffin Portfolio for the year ended December 31, 1997.	August 14, 1998
Statement of revenue over certain operating expenses of the Carnegie Center Portfolio for the year ended December 31, 1997.	July 30, 1998
Statement of revenue over certain operating expenses of Prudential Center for the year ended December 31, 1997.	July 24, 1998
Statement of revenue over certain operating expenses of Metropolitan Square for the year ended December 31, 1997.	July 10, 1998

/s/ PricewaterhouseCoopers

Boston, Massachusetts
August 24, 1998