



Boston Properties

Boston Properties Limited Partnership
\$700,000,000 5.625% Senior Notes due 2020

Issuer:	Boston Properties Limited Partnership
Type:	SEC Registered
Size:	\$700,000,000
Maturity:	November 15, 2020
Coupon (Interest Rate):	5.625% per year
Benchmark Treasury:	3.625% due February 15, 2020
Benchmark Treasury Price / Yield:	97-27+ / 3.888%
Spread to Benchmark Treasury:	175 bps
Yield to Maturity:	5.638% per year
Expected Ratings* (Moody's / Standard & Poor's / Fitch Ratings):	Baa2 (stable) / A- (negative) / BBB (stable)
Interest Payment Dates:	May 15 and November 15, commencing November 15, 2010
Day Count Convention:	30 / 360
Redemption Provision:	Make-whole call at any time based on U.S. Treasury plus 30 basis points or at par on or after 90 days prior to November 15, 2020
Initial Price to Public:	99.891% plus accrued interest if settlement occurs after April 19, 2010
Settlement Date:	T+7; April 19, 2010
Denominations:	\$1,000 x \$1,000
CUSIP / ISIN:	10112RAR5 / US10112RAR57
Joint Book-Running Managers:	Banc of America Securities LLC J.P. Morgan Securities Inc. Morgan Stanley & Co. Incorporated Citigroup Global Markets Inc. Deutsche Bank Securities Inc.
Co-Managers:	BNY Mellon Capital Markets, LLC Capital One Southcoast, Inc. Commerzbank Capital Markets Corp. Mitsubishi UFJ Securities (USA), Inc. PNC Capital Markets LLC RBS Securities Inc. Scotia Capital (USA) Inc. SunTrust Robinson Humphrey, Inc. U.S. Bancorp Investments, Inc. Wells Fargo Securities, LLC

*Ratings may be changed, suspended or withdrawn at any time and are not a recommendation to buy, hold or sell any security.

The issuer has filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the Securities and Exchange Commission for the offering to which this communication relates. Before you invest, you should read the prospectus and the preliminary prospectus supplement in that registration statement and other documents the issuer has filed with the Securities and Exchange Commission for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the Securities and Exchange Commission's website at www.sec.gov. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus and preliminary prospectus supplement if you request it by calling Banc of America Securities LLC toll-free at 1-800-294-1322, J.P. Morgan Securities Inc. collect at 1-212-834-4533, or Morgan Stanley & Co. Incorporated toll-free at 1-866-718-1649.

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