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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**SCHEDULE 14A**

(Rule 14a-101)

**INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934**

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Filed by the Registrant  Filed by a party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

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**BOSTON PROPERTIES, INC.**

(Name of Registrant as Specified in its Charter)

Not applicable.

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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Payment of Filing Fee (Check all boxes that apply):

No fee required.

Fee paid previously with preliminary materials.

Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

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BOSTON PROPERTIES, INC.  
800 BOYLSTON STREET, SUITE 1900  
BOSTON, MA 02199  
ATTN: INVESTOR RELATIONS

# Your **Vote** Counts!

**BOSTON PROPERTIES, INC.**

2024 Annual Meeting

Vote by May 21, 2024

11:59 PM ET



V40195-P01902

## You invested in BOSTON PROPERTIES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 22, 2024.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report to Stockholders online OR you may receive a free paper or email copy of the materials by request prior to May 8, 2024. If you would like to request a copy of the materials for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote in Person at the Meeting\*

May 22, 2024  
9:00 AM PDT

Salesforce Tower  
415 Mission Street  
55th Floor  
San Francisco, CA 94105

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to view the proxy materials online or request an email or paper copy, and to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b>	
1a. Bruce W. Duncan	✔ For
1b. Carol B. Einiger	✔ For
1c. Diane J. Hoskins	✔ For
1d. Mary E. Kipp	✔ For
1e. Joel I. Klein	✔ For
1f. Douglas T. Linde	✔ For
1g. Matthew J. Lustig	✔ For
1h. Timothy J. Naughton	✔ For
1i. Owen D. Thomas	✔ For
1j. William H. Walton, III	✔ For
1k. Derek Anthony West	✔ For
2. To approve, by non-binding, advisory resolution, the Company's named executive officer compensation.	✔ For
3. To approve the Fourth Amendment to the Boston Properties, Inc. 1999 Non-Qualified Employee Stock Purchase Plan.	✔ For
4. To ratify the Audit Committee's appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2024.	✔ For

**NOTE:** In their discretion, the proxies are authorized to vote upon any other matters that are properly brought by or at the direction of the Board of Directors before the Annual Meeting and at any adjournments or postponements thereof.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".