Morton John III Form 4 February 17, 2012

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** 

3235-0287 Number:

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

**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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Stock

02/15/2012

(Print or Type Responses)

1. Name and Address of Reporting Person * Morton John III			2. Issuer Name and Ticker or Trading Symbol BOSTON PRIVATE FINANCIAL HOLDINGS INC [BPFH]				I	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			_	_X Director Officer (give ti	itleOthe	Owner er (specify		
P.O. BOX 9765			02/15/2012				b	pelow)	below)		
(Street)			4. If Amendment, Date Original				$\epsilon$	6. Individual or Joint/Group Filing(Check			
			Filed(Mo	nth/Day/Yea	r)			Applicable Line) _X_ Form filed by Or	ne Reporting Per	rson	
ARNOLD, MD 21012							F	Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative S	ecuritie	s Acqui	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Date	e 2A. Deem	ed	3.	4. Securities	s Acquii	red (A)	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution	Date, if	Transactio	nor Disposed	of (D)		Securities	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 a	ind 5)		Beneficially	Form:	Beneficial	
		(Month/D	ay/Year)	(Instr. 8)				Owned	Direct (D)	Ownership	
								Following	or Indirect	(Instr. 4)	
						(4)		Reported	(I)		
						(A)		Transaction(s)	(Instr. 4)		
				Code V	Amount	or (D)	Drice	(Instr. 3 and 4)			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Code V

A

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

40,872.617

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Amount

1,244.19

(D)

Price

9.042

#### Edgar Filing: Morton John III - Form 4

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. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	<b>.</b>	ate	Amou Under Secur	tle and unt of erlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer Othe				
Morton John III							
P.O. BOX 9765	X						
ARNOLD, MD 21012							

## **Signatures**

/s/ Margaret W. Chambers,
attorney-in-fact

\*\*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).

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.

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