Regan Joseph D Form 3 September 15, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement BOSTON PRIVATE FINANCIAL HOLDINGS INC Regan Joseph D (Month/Day/Year) [BPFH] 09/07/2011 (Last) (Middle) (First) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **BOSTON PRIVATE** (Check all applicable) FINANCIAL HOLDINGS. INC., TEN POST OFFICE Director 10% Owner **SQUARE** X_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Controller Filing(Check Applicable Line) _X_ Form filed by One Reporting Person BOSTON. MAÂ 02109 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security (Instr. 4) Beneficially Owned Ownership Ownership Form: (Instr. 5) (Instr. 4) Direct (D) or Indirect (I) (Instr. 5) $D^{(2)}$ Â Common Stock 36,981.79 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect Securities Underlying Security **Expiration Date** Conversion Ownership Beneficial (Month/Day/Year) **Derivative Security** or Exercise (Instr. 4) Form of Ownership

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| | | | (Instr. 4) | | Price of | Derivative | (Instr. 5) |
|-----------------------|------------------|--------------------|-----------------|----------------------------------|------------------------|---|------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
| Employee Stock Option | 02/11/2008(1) | 02/11/2015 | Common Stock | 1,250 | \$ 27.06 | D | Â |
| Employee Stock Option | 02/17/2009(1) | 02/17/2016 | Common Stock | 2,500 | \$ 29.74 | D | Â |
| Employee Stock Option | 02/15/2010(1) | 02/15/2017 | Common Stock | 4,000 | \$ 29.84 | D | Â |
| Employee Stock Option | 06/15/2010(1) | 06/15/2019 | Common Stock | 3,960 | \$ 4.92 | D | Â |
| Employee Stock Option | 02/15/2011(1) | 02/15/2018 | Common Stock | 2,200 | \$ 20.37 | D | Â |
| Employee Stock Option | 05/14/2011(1) | 05/14/2020 | Common Stock | 6,533 | \$ 7.94 | D | Â |
| Employee Stock Option | 08/15/2011(1) | 08/15/2018 | Common Stock | 500 | \$ 9.03 | D | Â |
| Employee Stock Option | 05/13/2012(1) | 05/13/2021 | Common Stock | 6,237 | \$ 6.42 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | |
|---|----------|---------------|------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Regan Joseph D BOSTON PRIVATE FINANCIAL HOLDINGS, INC. TEN POST OFFICE SQUARE BOSTON, MA 02109 | Â | Â | Controller | Â | | |

Signatures

/s/ Margaret W. Chambers, attorney-in-fact for Mr.
Regan 09/15/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Options vest in three installments beginning on the first anniversay of the date of grant.
- This includes 25,096 restricted shares. Restricted shares vest three years from date of grant. 5,941 of these shares will vest June 15, 2012; 9,800 of these shares will vest May 14, 2013 and the remaining 9,355 shares will vest May 13, 2014.

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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