

SIMON PROPERTY GROUP INC /DE/

Form 4

August 13, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
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  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BLOOM DAVID C

2. Issuer Name **and** Ticker or Trading  
Symbol  
SIMON PROPERTY GROUP INC  
/DE/ [SPG]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

105 EISENHOWER PKWY.

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/06/2008

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_X\_\_\_\_ Other (specify  
below) below)

Advisory Director

ROSELAND, NJ 07068

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |         |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |                        |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|---------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount  | (A) or (D) | Price                                                                                         |                                                          |                                                       |                        |
| Common Stock                    | 08/06/2008                           |                                                    | M                              |                                                                   | 200,000 | A          | <u>(1)</u>                                                                                    | 200,000                                                  | I                                                     | Partnership <u>(3)</u> |
| Common Stock                    | 08/06/2008                           |                                                    | S                              |                                                                   | 200,000 | D          | \$ <u>95.05</u> <u>(5)</u>                                                                    | 0                                                        | I                                                     | Partnership <u>(3)</u> |
| Common Stock                    | 08/11/2008                           |                                                    | M                              |                                                                   | 200,000 | A          | <u>(1)</u>                                                                                    | 200,000                                                  | I                                                     | Partnership <u>(3)</u> |
| Common Stock                    | 08/11/2008                           |                                                    | S                              |                                                                   | 200,000 | D          | \$ <u>100.3</u> <u>(5)</u>                                                                    | 0                                                        | I                                                     | Partnership <u>(3)</u> |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares                                    |
| Common Units in Simon Property Group, L.P. | (4)                                                    | 08/06/2008                           |                                                    | C                              | 200,000                                                                                 | (1) (2)                                                  | Common Stock                                                  | 200,000                                                       |
| Common Units in Simon Property Group, L.P. | (4)                                                    | 08/11/2008                           |                                                    | C                              | 200,000                                                                                 | (1) (2)                                                  | Common Stock                                                  | 200,000                                                       |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |                   |
|-------------------------------------------------------------|---------------|-----------|---------|-------------------|
|                                                             | Director      | 10% Owner | Officer | Other             |
| BLOOM DAVID C<br>105 EISENHOWER PKWY.<br>ROSELAND, NJ 07068 |               |           |         | Advisory Director |

## Signatures

David C. Bloom, and his attorney-in-fact, Shelly Doran  
08/13/2008  
\*\*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).

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- Reporting person elected to convert units of limited partnership interest ("Units") of Simon Property Group, L.P., of which the issuer is the general partner. Units may be exchanged for an equal number of shares of common stock or cash, as selected by the issuer. Common stock was issued for the exchanged units. The closing price of a share of common stock on August 6, 2008 as reported by the New York Stock Exchange was \$95.07 and the closing price on August 11, 2008 was \$100.74
- (1) None
  - (2) As a partner in Woodbury Family Associates, L.P.
  - (3) 1:1
  - (4) Price of non-derivative securities is based on a weighted average price. The stock sale prices range from 95.00 to 95.20 on 8/6/08 and 100.00 to 100.48 on 8/11/08.
  - (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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