

SIMON PROPERTY GROUP INC /DE/
Form 4
May 08, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MAUTNER HANS 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)
33 ST. JAMES SQUARE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/04/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President- International Div.

LONDON SW1Y 4JS

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price | | |
| Common Stock | 05/04/2006 | | M | | 9,876 A \$ 30.375 | 363,950 | D |
| Common Stock | 05/04/2006 | | M | | 127,624 A \$ 30.375 | 491,574 | D |
| Common Stock | 05/04/2006 | | S | | 100 D \$ 81.66 | 491,474 | D |
| Common Stock | 05/04/2006 | | S | | 100 D \$ 81.64 | 491,374 | D |
| Common Stock | 05/04/2006 | | S | | 300 D \$ 81.63 | 491,074 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 05/04/2006 | S | 400 | D | \$ 81.62 | 490,674 | D |
| Common Stock | 05/04/2006 | S | 400 | D | \$ 81.61 | 490,274 | D |
| Common Stock | 05/04/2006 | S | 300 | D | \$ 81.6 | 489,974 | D |
| Common Stock | 05/04/2006 | S | 400 | D | \$ 81.58 | 489,574 | D |
| Common Stock | 05/04/2006 | S | 100 | D | \$ 81.55 | 489,474 | D |
| Common Stock | 05/04/2006 | S | 600 | D | \$ 81.54 | 488,874 | D |
| Common Stock | 05/04/2006 | S | 300 | D | \$ 81.53 | 488,574 | D |
| Common Stock | 05/04/2006 | S | 1,800 | D | \$ 81.52 | 486,774 | D |
| Common Stock | 05/04/2006 | S | 400 | D | \$ 81.51 | 486,374 | D |
| Common Stock | 05/04/2006 | S | 100 | D | \$ 81.5 | 486,274 | D |
| Common Stock | 05/04/2006 | S | 100 | D | \$ 81.48 | 486,174 | D |
| Common Stock | 05/04/2006 | S | 200 | D | \$ 81.47 | 485,974 | D |
| Common Stock | 05/04/2006 | S | 1,300 | D | \$ 81.46 | 484,674 | D |
| Common Stock | 05/04/2006 | S | 200 | D | \$ 81.45 | 484,474 | D |
| Common Stock | 05/04/2006 | S | 100 | D | \$ 81.44 | 484,374 | D |
| Common Stock | 05/04/2006 | S | 300 | D | \$ 81.43 | 484,074 | D |
| Common Stock | 05/04/2006 | S | 400 | D | \$ 81.42 | 483,674 | D |
| Common Stock | 05/04/2006 | S | 500 | D | \$ 81.41 | 483,174 | D |
| Common Stock | 05/04/2006 | S | 900 | D | \$ 81.4 | 482,274 | D |
| Common Stock | 05/04/2006 | S | 200 | D | \$ 81.38 | 482,074 | D |

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.

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option ⁽¹⁾ | \$ 30.375 | 05/04/2006 | | M | 3,950 | 09/24/1999 09/24/2008 | Common Stock 3,950 |
| Employee Stock Option ⁽¹⁾ | \$ 30.375 | 05/04/2006 | | M | 2,963 | 09/24/2000 09/24/2008 | Common Stock 2,963 |
| Employee Stock Option ⁽¹⁾ | \$ 30.375 | 05/04/2006 | | M | 2,963 | 09/24/2001 09/24/2008 | Common Stock 2,963 |
| Employee Stock Option ⁽¹⁾ | \$ 30.375 | 05/04/2006 | | M | 91,050 | 09/24/1999 09/24/2008 | Common Stock 91,050 |
| Employee Stock Option ⁽¹⁾ | \$ 30.375 | 05/04/2006 | | M | 36,574 | 09/24/2000 09/24/2008 | Common Stock 36,574 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MAUTNER HANS C 33 ST. JAMES SQUARE LONDON SW1Y 4JS | | | President- International Div. | |

Signatures

Hans C. Mautner, and his attorney-in-fact, Shelly
Doran

05/08/2006

__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).

(1) Right to Buy

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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