SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
 MAUTNER HANS C
 	
 (Last) (First) (Middle)
 250 BIS, RUE DU FAUBOURG SAINT - HONORE
 	
 (Street)
 75008 PARIS, FRANCE
 	
 (City) (State) (Zip)
	2. Issuer Name **and** Ticker or Trading Symbol
	 SIMON PROPERTY GROUP INC /DE/ [SPG]
	
	 3. Date of Earliest Transaction (Month/Day/Year)
	 06/01/2009
	
	 4. If Amendment, Date of Original Filed (Month/Day/Year)
		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
		
		      Director 10% Owner
		 X Officer (give title below) Other (specify below)
		 President- International Div.
		
		 6. Individual or Joint/Group Filing (Check Applicable Line)
		 X Form filed by One Reporting Person
		      Form filed by More than One Reporting Person

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	06/01/2009		M		62,500	A	$24	510,252[1]	D	
Common Stock	06/01/2009		S		52,500	D	$56.44[3]	457,752	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option[2]	$24	06/01/2009		M			25,000	09/24/2000	09/24/2009	Common Stock	25,000	$24	120,833	D	
Employee Stock Option[2]	$24	06/01/2009		M			18,750	09/24/2001	09/24/2009	Common Stock	18,750	$24	102,083	D	
Employee Stock Option[2]	$24	06/01/2009		M			18,750	09/24/2002	09/24/2009	Common Stock	18,750	$24	83,333	D	

Explanation of Responses:

1. Includes 10,249 common shares received on 3/18/09 as dividends. The Company's quarterly dividend was paid in a combination of cash and shares of common stock.

2. Right to buy

3. Price of the non-derivative securities is based on a weighted average price. The stock sale prices range from 56.27 to 56.68.

Hans C. Mautner, and his attorney-in-fact, Shelly Doran	06/02/2009
** Signature of Reporting Person	Date

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

* 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.

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 Number.