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SIMON PROPERTY GROUP INC /DE/

Form 4

September 22, 2008

FORM 4

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

OMB Number:

3235-0287

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

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subject to Section 16. Form 4 or Form 5 obligations

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and BLOOM I	2. Issuer Name and Ticker or Trading Symbol SIMON PROPERTY GROUP INC						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 105 EISEI	(First) NHOWER PKWY	(Middle)	/DE/ [SPG] 3. Date of Earliest Transaction (Month/Day/Year) 09/19/2008					Director 10% Owner Officer (give titleX Other (specify below) Advisory Director				
				nendmer Ionth/Day		Oate Origina ar)	ıl		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)	Ta	ble I - N	Non-	-Derivative	Secur	ities Acqu	ired, Disposed of	f, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transa Code (Instr.	8)	4. Securities for Disposes (Instr. 3, 4)	d of (Ľ))	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)	
Common Stock	09/19/2008			M	·	100,000	A	(<u>1</u>)	100,000	I	Partnership (5)	
Common Stock	09/19/2008			S		100,000	D	\$ 100.02 (4)	0	I	Partnership (5)	

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

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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)	FransactionDerivative Code Securities		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
Common Units in Simon Property, L.P.	(3)	09/19/2008		С	1	00,000	<u>(1)</u>	(2)	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BLOOM DAVID C

105 EISENHOWER PKWY. Advisory Director

ROSELAND, NJ 07068

Signatures

David C. Bloom, and his attorney-in-fact, Shelly Doran 09/22/2008

**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).

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 September 19, 2008 as reported by the New York Stock Exchange was \$100.99.

- (2) None
- **(3)** 1:1
- (4) Price of non-derivative securities is based on a weighted average price. The stock sale prices range from \$100.00 to \$100.15
- (5) As a partner in Woodbury Family Associates, L.P.

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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