

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.

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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)		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 105 EISENHOWER PKWY. 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)
 - (2) None
 - (3) As a partner in Woodbury Family Associates, L.P.
 - (4) 1:1
 - (5) 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.

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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