

SIMON PROPERTY GROUP INC /DE/
Form 4
April 27, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER G WILLIAM

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)

3. Date of Earliest Transaction (Month/Day/Year)
04/25/2005

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

1215 19TH STREET, NW

(Street)

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

WASHINGTON, DC 20036

(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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/25/2005		M			5,000	A	\$ 24.4375	14,680	D	
Common Stock	04/25/2005		M			680	A	\$ 14.8125	15,360	D	
Common Stock	04/25/2005		M			340	A	\$ 15	15,700	D	
Common Stock	04/25/2005		M			340	A	\$ 13	16,040	D	
Common Stock	04/25/2005		M			6,000	A	\$ 25.5	22,040	D	

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Common Stock	04/25/2005	M	3,000	A	\$ 29.625	25,040	D
Common Stock	04/25/2005	M	3,000	A	\$ 26.0313	28,040	D
Common Stock	04/25/2005	M	3,000	A	\$ 25.76	31,040	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.

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. Amount or Number of Shares
Director Stock Option (1)	\$ 24.4375	04/25/2005		M	5,000	08/09/1997 08/09/2006	Common Stock	5,000
Director Stock Option (1)	\$ 14.8125	04/25/2005		M	680	08/09/1997 08/09/2006	Common Stock	680
Director Stock Option (1)	\$ 15	04/25/2005		M	340	08/09/1997 08/09/2006	Common Stock	340
Director Stock Option (1)	\$ 13	04/25/2005		M	340	08/09/1997 08/09/2006	Common Stock	340
Director Stock Option	\$ 25.5	04/25/2005		M	6,000	03/01/2000 03/01/2009	Common Stock	6,000

(1)

Director Stock Option	\$ 29.625	04/25/2005	M	3,000	05/12/2000	05/12/2009	Common Stock	3,000	\$
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Director Stock Option	\$ 26.0313	04/25/2005	M	3,000	05/10/2001	05/10/2010	Common Stock	3,000	2
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(1)

Director Stock Option	\$ 25.76	04/25/2005	M	3,000	05/08/2002	05/08/2011	Common Stock	3,000	\$
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(1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER G WILLIAM 1215 19TH STREET, NW WASHINGTON, DC 20036	X			

Signatures

G. William Miller, and his attorney-in-fact, Shelly
Doran 04/26/2005

 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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