

RULLI JOHN
Form 5
February 10, 2010

FORM 5

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

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
RULLI JOHN

(Last) (First) (Middle)

225 W. WASHINGTON STREET

(Street)

INDIANAPOLIS, IN 46204

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SIMON PROPERTY GROUP INC /DE/ [SPG]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP/Pres. Simon Mgmt. Group

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Common Stock	03/14/2007	^	G5	400 ⁽¹⁾ D	\$ 109.65	D	^
Common Stock	05/21/2007	^	G5	118 D	\$ 104.18	D	^
Common Stock	04/25/2008	^	G5	384 ⁽¹⁾ D	\$ 104.6	D	^
Common Stock	04/29/2008	^	G5	120 D	\$ 101.49	D	^

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Common Stock	10/07/2009	Â	G	220	D	\$ 68.07	90,417	D	Â
Common Stock	10/29/2009	Â	G	230	D	\$ 68.17	90,820 ⁽²⁾	D	Â
Common Stock	03/14/2007	Â	G5	400 ⁽¹⁾	A	\$ 109.65	800	I	By trust for minor child
Common Stock	04/25/2008	Â	G5	384 ⁽¹⁾	A	\$ 104.6	1,322 ⁽³⁾	I	By trust for minor child

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)	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. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RULLI JOHN 225 W. WASHINGTON STREET INDIANAPOLIS, IN 46204	Â	Â	Â EVP/Pres. Simon Mgmt. Group	Â

Signatures

John Rulli, and his attorney-in-fact, Shelly Doran 02/10/2010

__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) These transactions involved gifts of shares by Mr. Rulli to trusts for the benefit of his minor children. Mr. Rulli is custodian of these trusts.

(2) Includes 633 common shares received on 12/18/09 as dividends. The Company's quarterly dividend was paid in a combination of cash and shares of common stock.

(3) Includes 30 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. Also includes 10 common shares received on 6/19/09 as dividends. The Company's quarterly dividend was paid in a combination of cash and shares of common stock. Includes 8 common shares received on 9/18/09 as dividends. The Company's quarterly dividend was paid in a combination of cash and shares of common stock. Includes 8 common shares received on 12/18/09 as dividends. The Company's quarterly dividend was paid in a combination of cash and shares of common stock. Also includes 82 common shares acquired through the reinvestment of dividends received on common shares prior to 2009.

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