SEC Form 3 FORM 3

## UNITED STATES SECURITIES AND EXCHANGE

COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES Estimated average burden hours per 0.5 response:

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 <sup>*</sup> Frey Donald G	2. Date of Ever Requiring State (Month/Day/Ye 08/04/2022	ement	3. Issuer Name and Ticker or Trading Symbol <u>SIMON PROPERTY GROUP INC /DE/</u> [ SPG ]						
(Last) (First) (Middle) 225 W. WASHINGTON ST.	, 00,01,2022		4. Relationship of Reporting Person(s) to Issuer (Check all applicable)			5. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street) INDIANAPOLIS IN 46204			Director X Officer (give title below) EVP, Treasu	10% Owner Other (specify below) 1rer		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 Beneficially Owned									
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. -)	Form: D (D) or In			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			7,283	E	)				
Common Stock			160	I	I 401		01 (K) Plan		
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)									
, , , , , , , , , , , , , , , , , , , ,	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Sec Underlying Derivative Sec (Instr. 4)	urity Conver or Exer		ise Form:	Ownership Form:	Ownership (Instr.	
	Date Ex Exercisable Da	piration ate	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	5)	
Restricted Stock Units	(1)(2)	(1)(2)	Common Stock	5,793	(3)		D		
Restricted Stock Units	(2)(4)	(2)(4)	Common Stock	671	(3)		D		
Restricted Stock Units	(2)(5)	(2)(5)	Common Stock	962	(3)		D		

## Explanation of Responses:

1. The Restricted Stock Units ("RSUs") issued pursuant to the Simon P roperty Group, L.P. 2019 Stock Incentive P lan (the "P lan") will vest as follows: 5,793 RSUs will vest ratably over a two year period: half on January 1, 2023; and half on January 1, 2024;

2. Vested portions of the RSUs will be settled in shares of Simon Property Group, Inc. (the "Company") common stock as soon as practicable after the vesting date, subject to a continued service requirement, or may vest and settle earlier due to the Reporting Person's death or disability, a change of control of the Company, the retirement of the Reporting Person, subject to the approval of the Company's Compensation Committee, or as may otherwise be determined by the Company's Compensation Committee in accordance with the terms of the grant agreement and the Plan.

3. Each RSU represents the contingent right to receive, at settlement, one share of common stock of the Company.

4. 671 RSUs will vest on March 1, 2024

5. 962 RSUs will vest on March 11, 2025.

<u>/s/ Donald Frey by his</u> attorney-in-fact, Kevin M. <u>08/15/2022</u>

<u>Kelly</u>

\*\* Signature of Reporting Date Person

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

 $\ast$  If the form is filed by more than one reporting person, see Instruction 5 (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.

## POWER OF ATTORNEY For Executing Forms 3, 4, and 5

The undersigned hereby appoints each of Steven E. Fivel, Kevin M. Kelly, Thomas Ward, and Kristin Ely, signing singly, as true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as a reporting person of Simon Property Group, Inc. (the "Company"), pursuant to Section 16 of the Securities Act of 19-34 (as amended), Forms 3, 4 and 5 and any amendments to any previously filed forms in accordance with Section 16(a) of the Securities Exchange Act of 1934 (as amended) and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form 3, 4, or 5 or amendment and the timely filing of such form or amendment with the United States Securities and Exchange Commission and any other authority; and
- (3) take any other action of any type-whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in the discretion of such attorney-in-fact.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever required, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that any of such attorneys-in-fact, or the substitute or substitutes of any such attorneys-in-fact, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to any of the foregoing attorneys-in-fact. If at any time, any of the aforementioned attorneys-in-fact are no longer employed by the Company, such person's appointment as attorney-in-fact shall terminate.

**IN WITNESS WHEREOF**, the undersigned has caused this Power of Attorney to be executed as of August 10, 2022.

/s/ Donald G. Frey Donald G. Frey