

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. \_\_\_\_)

SIMON PROPERTY GROUP, INC.  
(Name of Issuer)

-----  
Common Stock  
(Title of Class of Securities)

-----  
828806109  
(CUSIP Number)

-----  
December 31, 1999  
(Dates of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to  
which this Schedule is filed:

/x/ Rule 13d-1(b)  
/x/ Rule 13d-1(c)  
/ / Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a  
reporting person's initial filing on this form with respect  
to the subject class of securities, and for any subsequent  
amendment containing information which would alter the  
disclosures provided in a prior cover page.

The information required in the remainder of this cover page  
shall not be deemed to be "filed" for the purpose of Section  
18 of the Securities Exchange Act of 1934 ("Act") or  
otherwise subject to the liabilities of that section of the  
Act but shall be subject to all other provisions of the Act  
(however, see the Notes).

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  
control number.

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1  
Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only).

UBS Brinson, Inc.  
13-2725861

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2  
Check the Appropriate Box if a Member of a Group (See  
Instructions)  
a / /  
b /x/ See Item 8 of attached schedule.

-----  
3  
SEC USE ONLY

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4  
Citizenship or Place of Organization - New York

-----  
Number of  
Shares Bene- 5. Sole Voting Power \_\_\_\_\_ 9,230,932  
ficially 6. Shared Voting Power \_\_\_\_\_  
Owned by Each 7. Sole Dispositive Power \_\_\_\_\_  
8. Shared Dispositive Power \_\_\_\_\_ 9,230,932

Reporting  
Person With:

-----  
9  
Aggregate Amount Beneficially Owned by Each Reporting Person  
9,230,932 Shares \*

-----  
10  
Check if the Aggregate Amount in Row (9) Excludes Certain  
Shares (See Instructions)

-----  
11  
Percent of Class Represented by Amount in Row (9)  
Approximately  
5.4%

-----  
12  
Type of Reporting Person (See Instructions)  
IA

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\* UBS Brinson, Inc. disclaims beneficial ownership of such  
securities.

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1  
Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only).

UBS AG  
98-0186363

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2  
Check the Appropriate Box if a Member of a Group (See  
Instructions)  
a / /  
b /x/ See Item 8 of attached schedule.

-----  
3  
SEC USE ONLY

-----  
4  
Citizenship or Place of Organization - Switzerland

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Number of            5. Sole Voting Power                         9,230,932  
Shares Bene-        6. Shared Voting Power     
ficially            7. Sole Dispositive Power                                         
Owned by Each     8. Shared Dispositive Power                9,230,932  
Reporting  
Person With:

-----  
9  
Aggregate Amount Beneficially Owned by Each Reporting Person  
9,230,932 Shares \*

-----  
10  
Check if the Aggregate Amount in Row (9) Excludes Certain  
Shares (See Instructions)

-----  
11  
Percent of Class Represented by Amount in Row (9)  
Approximately  
5.4%

-----  
12  
Type of Reporting Person (See Instructions)  
BK See Item 3 of attached schedule.

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\* UBS AG disclaims beneficial ownership of such securities.

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1  
Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only).

Kuwait Investment Authority  
N/A

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2  
Check the Appropriate Box if a Member of a Group (See  
Instructions)

a / /  
b /x/ See Item 8 of attached schedule.

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3  
SEC USE ONLY

-----  
4  
Citizenship or Place of Organization - Kuwait

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Number of 5. Sole Voting Power 9,230,932  
Shares Bene- 6. Shared Voting Power  
ficially 7. Sole Dispositive Power  
Owned by Each 8. Shared Dispositive Power 9,230,932  
Reporting  
Person With:

-----  
9  
Aggregate Amount Beneficially Owned by Each Reporting Person  
9,230,932 Shares

-----  
10  
Check if the Aggregate Amount in Row (9) Excludes Certain  
Shares (See Instructions)

-----  
11  
Percent of Class Represented by Amount in Row (9)  
Approximately 5.4%

-----  
12  
Type of Reporting Person (See Instructions)  
OO See Item 3 of attached schedule.

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Item 1(a). Name of Issuer:  
SIMON PROPERTY GROUP, INC.

Item 1(b). Address of Issuer's Principal Executive Offices:  
National City Garden  
115 West Washington Street  
Suite 15 East  
Indianapolis, IN 46204

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Item 2(a) Name of Persons Filing:  
UBS Brinson, Inc. ("UBS Brinson"), UBS AG ("UBSAG") and Kuwait  
Investment Authority ("KIA").  
Item 2(b) Address of Principal Business Office or, if none,  
Residence:  
UBS Brinson's principal business office is located at:  
10 E. 50th Street, New York, NY 10022  
UBSAG's principal business office is located at:  
Bahnhofstrasse 45  
8021, Zurich, Switzerland  
KIA's principal business office is located at:

Ministries Complex, Block No. 3  
Third Floor  
Kuwait - State of Kuwait

Item 2(c) Citizenship:  
Incorporated by reference to Item 4 of the cover pages.

Item 2(d) Title of Class of Securities:  
Common Stock (the " Common Stock")

Item 2(e) CUSIP Number:  
828806109

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Item 3. Type of Person Filing:  
UBS Brinson is an Investment Adviser registered under section 203 of the Investment Advisers Act of 1940. UBS AG is classified as a Bank as defined in section 3(a)(6) of the Act pursuant to no action relief granted by the staff of the Securities and Exchange Commission. KIA, a Kuwaiti public authority established under Kuwaiti Law No. 47/1982 solely for the purpose of managing, in the name of the Government of Kuwait, the investment of the State of Kuwait, is a "passive investor" as that term is used to describe filers under Rule 13d-1(c).

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Item 4 (a)-(c)(iv). Ownership:  
Incorporated by reference to Items 5-11 of the cover pages.

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Item 5. Ownership of Five Percent or Less of a Class:  
If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following / /.

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Item 6. Ownership of More than Five Percent on Behalf of Another Person:  
An account managed on behalf of KIA on a discretionary basis by UBS has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Common Stock and holds in excess of 5 percent of the outstanding Common Stock.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:  
[See item 3 above]

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Item 8 Identification and Classification of Members of the Group:  
UBS Brinson is an indirect wholly-owned subsidiary of UBS AG. UBS AG is reporting indirect beneficial ownership of holdings by reason of its ownership of UBS Brinson and UBS (USA) Inc., a parent holding company of UBS Brinson. UBS AG does not hereby affirm the existence of a group within the meaning of Rule 13d-5(b)(1). KIA appointed UBS as an investment adviser to manage its account holding the subject shares in December of 1998.

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Item 9 Notice of Dissolution of Group:  
Not Applicable

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Item 10 Certification:  
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having

that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2000

By:/s/ Mark F. Kemper                      By:/s/ James M. Hnilo  
Mark F. Kemper                              James M. Hnilo  
Secretary                                      Assistant Secretary

UBS AG

By: /s/ Robert C. Dinerstein              By:/s/Robert B. Mills  
Robert C. Dinerstein                      Robert B. Mills  
Managing Director                              Managing Director

Kuwait Investment Authority

By: /s/ Sheikh Salem Abdullah Al-Sabah  
Sheikh Salem Abdullah Al-Sabah  
Chief Investment Officer - American Investment Dept.

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EXHIBIT 1  
AGREEMENT TO MAKE A JOINT FILING

UBS Brinson, Inc., UBS AG and Kuwait Investment Authority each agrees that this Schedule 13G (including all amendments thereto) is filed by and on behalf of each such party.

Date: February 14, 2000

By:/s/ Mark F. Kemper                      By:/s/ James M. Hnilo  
Mark F. Kemper                              James M. Hnilo  
Secretary                                      Assistant Secretary

UBS AG

By: /s/ Robert C. Dinerstein              By:/s/Robert B. Mills  
Robert C. Dinerstein                      Robert B. Mills  
Managing Director                              Managing Director

Kuwait Investment Authority

By: /s/ Sheikh Salem Abdullah Al-Sabah  
Sheikh Salem Abdullah Al-Sabah  
Chief Investment Officer - American Investment Dept.

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