FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | | | |
| Estimated average burden | | | | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Broadwater Steven K. | | | | | | | SIMON PROPERTY GROUP INC /DE/ [SPG] | | | | | | | | | 10% Owner Other (specify | | |
|--|--|---|---|---|--|--|--|---|--|---|--|--|--|---|--|--|--|--|
| (Last) (First) (Middle) 225 W. WASHINGTON STREET | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2009 | | | | | | | | | , | below) | | |
| (Street) INDIANAPOLIS IN 46204 (City) (State) (Zip) | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | ne) X For For | , | | | |
| | Tabl | e I - Noi | n-Deriv | ative | Se | curitie | s Acc | quired, | Dis | posed o | f, or | Ben | eficia | ally Own | ed | | | |
| Date | | | | | | xecution Date, any | | Transaction Disposed Code (Instr. 5) | | | | | nd Secu Bene Own | ities icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | Code | v | Amount | (A (I | A) or D) | Price | Trans | saction(s) | | (111501.4) | | |
| Stock | L/2009 | 2009 | | | S | | 300 | D \$8 | | \$80 | 67 2,297 ⁽¹⁾ | | D | | | | | |
| | Та | | | | | | | | | | | | | y Owned | i | | | |
| rity or Exercise (Month/Day/Year) if any | | | Date, | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Expiratio (Month/D | Amour | | ount | | derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | VASHINGT APOLIS IN (St Security (Inst Conversion or Exercise Price of Derivative | Vater Steven K. (First) (VASHINGTON STREET APOLIS IN (State) (Table Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year) | VASHINGTON STREET APOLIS IN 46204 (State) (Zip) Table I - Note Security (Instr. 3) Stock Table II - I Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Middle) 46204 (Zip) Table II - I (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | Vater Steven K. (First) (Middle) VASHINGTON STREET APOLIS IN 46204 (State) (Zip) Table I - Non-Derive Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Tansaction Date (Month/Day/Year) 3. Transaction Exercise Price of Derivative (Month/Day/Year) | vater Steven K. (First) (Middle) VASHINGTON STREET APOLIS IN (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Table II - Derivative S (e.g., puts, conversion or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 4. Transaction Code (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) | APOLIS IN (State) (A. Transaction Code (Instr. graph) (State) (A. Transaction Code (Instr. graph) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | SIMON PR SPG 3. Date of Earlies 12/31/2009 4. If Amendment, Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Table II - Derivative Securities (e.g., puts, calls, warr. Security (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warr. Security (Month/Day/Year) Securit | Conversion of Exercise Price of Derivative Security Stock Stock | SIMON PROPERTY Companies SIMON PROPERTY COMP | SIMON PROPERTY GROSPG SPG SPG | SIMON PROPERTY GROUP INCOME (First) (Middle) WASHINGTON STREET APOLIS IN 46204 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 8) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Conversion or Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Tode (Instr. 8) Code V Amount Transaction Code (Instr. 8) 3. Transaction Tode (Instr. 8) Code V Amount Transaction Code (Instr. 8) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A. Securities Acquired, Disposed of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) | SIMON PROPERTY GROUP INC /Disposed of, or Security (Instr. 3) Sate of Earliest Transaction (Month/Day/Year) 12/31/2009 4. If Amendment, Date of Original Filed (Month/Day/Year) 12/31/2009 4. If Amendment, Date of Original Filed (Month/Day/Year) 12/31/2009 4. If Amendment, Date of Original Filed (Month/Day/Year) 12/31/2009 5. 3. 4. Securities Acquired, Disposed of, or Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. 4. 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4. 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Number of Derivative Securities Acquired (Month/Day/Year) 5. Number of Derivative Securities Acquired (Month/Day | SIMON PROPERTY GROUP INC /DE/ [SPG] | SIMON PROPERTY GROUP INC /DE/ [SPG] | SIMON PROPERTY GROUP INC /DE/ SPG SP | SIMON PROPERTY GROUP INC /DE Check all applicable Director Conversion Date (e.g., puts, calls, warrants, options, convertible securities Securities | SIMON PROPERTY GROUP INC /DE/ [SPG] SIMON PROPERTY GROUP INC /DE/ [SPG] SUP & Chief Accounting Of X Director 10% Dir | |

Explanation of Responses:

1. Includes 17 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.

Steven K. Broadwater, and his attorney-in-fact, Shelly Doran

01/05/2010

** Signature of Reporting Person

Date

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

- * 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).

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.