### SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 

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Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWN
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

1. Name and Address of Reporting Person <sup>*</sup> Snyder Alexander L.W.				er Name <b>and</b> Ticke <u>ON PROPER</u> ]		Symbol <u>UP INC /DE/</u> [		ationship of Reportir all applicable) Director	10% 0	wner
(Last) 225 W. WA	(First) SHINGTON ST.	(Middle)	3. Date 03/09	e of Earliest Transa /2020	ction (Month/I	Day/Year)		Officer (give title below) Asst. Genera	below ll Counsel/Sec	<b>,</b>
(Street) INDIANAPOLIS IN 46204			4. If Ar	nendment, Date of	Original Filed	(Month/Day/Year)	6. Indi Line) X	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting		
(City)	(State)	(Zip)						Person	-	-
		Table I - Nor	n-Derivative S	ecurities Acqu	uired, Disp	oosed of, or Bene	ficially	Owned		
Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired ( Disposed Of (D) (Instr. 3 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

						Code	v	Amount	(A) or (D)	Price	Transaction (Instr. 3 and		`		
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)	of	6. Date Ex Expiration (Month/Da	Date		7. Title and Amount of Securities Underlying Derivative Se (Instr. 3 and 4	curity	erivative de ecurity S nstr. 5) B O Fri R	. Number of erivative securities seneficially wmed ollowing teported ransaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)	t

					(Instr. 3, 4 and 5)							(Instr. 4)		
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
LTIP Units <sup>(1)</sup>	(1)	03/09/2020	A		948		(1)(2)	(1)	Common Stock	948	\$0.25	948	D	

#### Explanation of Responses:

1. Represents long-term incentive performance ("LTIP") units of Simon Property Group, L.P. (the "Operating Partnership"), of which Simon Property Group, Inc. (the "Company") is the general partner, issued as long-term incentive compensation pursuant to the Operating Partnership's 1998 Stock Incentive Plan, as amended, in compliance with Rule 16b-3. When earned and vested, each LTIP unit may be converted into a unit of limited partnership interest ("Partnership Unit"). Each Partnership Unit may be exchanged for a share of the Company's common stock, or cash, as selected by the Company.

2. On February 28, 2018, the reporting person was awarded a maximum of 2,915 LTIP units, subject to certain performance conditions. On March 9, 2020, the Compensation Committee of the Board of Directors of the Company determined that the extent to which the performance measures had been achieved during the performance period resulted in 32.52%, or 948 of the LTIP units becoming earned LTIP units. The earned LTIP units vest in two equal installments on January 1, 2021 and January 1, 2022, subject to a continued service requirement.

# Alexander L.W. Snyder

\*\* Signature of Reporting Person

03/11/2020 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.