

SIMON PROPERTY GROUP INC /DE/
Form 424B5
June 22, 2011
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As filed pursuant to Rule 424(b)(5)
Registration Statement No. 333-157794

PROSPECTUS SUPPLEMENT

(To Prospectus dated March 9, 2009)

CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Amount to be registered	Maximum offering price per share(1)	Maximum aggregate offering price(1)	Amount of registration fee(1)
Common Stock, \$0.0001 par value per share	211,057	\$ 114.36	\$ 24,136,478	\$ 2,802.25

(1) Calculated in accordance with Rule 457(r) of the Securities Act. The price per share is based on the average of the high and low sale prices reported on the New York Stock Exchange for shares of the Registrant's common stock on June 20, 2011.

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**PROSPECTUS SUPPLEMENT
(To Prospectus dated March 9, 2009)**

211,057 Shares

Simon Property Group, Inc.

Common Stock

This prospectus supplement relates to resales of shares of common stock by certain stockholders who acquired shares upon the exchange of units of partnership interest in our majority-owned operating partnership subsidiary, Simon Property Group, L.P. We will not receive any of the proceeds from the sale of the shares by the selling stockholders.

The selling stockholders, or their pledgees, donees, transferees or other successors in interest, may offer the shares through public or private transactions at prevailing market prices, at prices related to prevailing market prices or at privately negotiated prices. Our common stock is traded on the New York Stock Exchange under the symbol SPG. On June 20, 2011, the closing sale price as reported by the NYSE was \$115.06 per share.

You should read carefully this prospectus supplement and accompanying prospectus before you invest.

Investing in our securities involves risk. See Risk Factors beginning on page S-3.

The Securities and Exchange Commission and state securities regulators have not approved or disapproved of these securities or determined whether this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

The date of this prospectus supplement is June 22, 2011

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