

DEBARTOLO EDWARD J JR
Form SC 13G/A
February 11, 2010

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 4)

Simon Property Group, Inc.

(Name of Issuer)

Common Stock, par value \$.0001per share

(Title of Class of Securities)

828806 10 9

(CUSIP Number)

December 31, 2009

(Date of Event Which Requires Filing of this Statement)

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

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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| | | |
|--|--|--|
| | NAME OF REPORTING PERSON Edward J. DeBartolo, Jr. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* <div style="text-align: right;">(a) <input type="checkbox"/></div> <div style="text-align: right;">(b) <input type="checkbox"/></div> | |
| 3 | SEC USE ONLY | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION U.S.A. | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 0 |
| | 6 | SHARED VOTING POWER 14,760,850 |
| | 7 | SOLE DISPOSITIVE POWER 0 |
| | 8 | SHARED DISPOSITIVE POWER 14,760,850 |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,760,850 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.9% | |
| 12 | TYPE OF REPORTING PERSON* | |

*SEE INSTRUCTIONS BEFORE FILLING OUT.

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| | | |
|--|--|--|
| | NAME OF REPORTING PERSON NID Corporation | |
| | I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* <div style="text-align: right;">(a) <input type="checkbox"/></div> <div style="text-align: right;">(b) <input type="checkbox"/></div> | |
| 3 | SEC USE ONLY | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION Ohio | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 | SOLE VOTING POWER 0 |
| | 6 | SHARED VOTING POWER 14,760,850 |
| | 7 | SOLE DISPOSITIVE POWER 0 |
| | 8 | SHARED DISPOSITIVE POWER 14,760,850 |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,760,850 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.9% | |
| 12 | TYPE OF REPORTING PERSON* CO | |



*SEE INSTRUCTIONS BEFORE FILLING OUT.

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Item 1.(a) Name of Issuer

Simon Property Group, Inc. ("SPG").

Item 1.(b) Address of Issuer's Principal Executive Offices:

225 West Washington Street

Indianapolis, Indiana 46204

Item 2.(a), 2(b), and 2(c) Name of Person Filing; Address of Principal Business Office; and Citizenship

Name: NID Corporation

Address: 15436 North Florida Avenue, Suite 200

Tampa, Florida 33613

Citizenship: Ohio

Name: Edward J. Debartolo, Jr.

Address: 15436 North Florida Avenue, Suite 200

Tampa, Florida 33613

Citizenship: U.S.A.

Item 2.(d) Title of Class of Securities:

Simon Property Group, Inc. common stock, par value \$.0001 per share (the "SPG Common Stock").

Item 2.(e) Cusip Number: 828806 10 9

Item 3. Statement filed pursuant to Rule 13d-1(b), 13d-2(b) or (c):

n/a

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Item 4. Ownership

NID Corporation

(a) Amount Beneficially Owned (1): 14,760,850

(b) Percent of Class (2): 4.9%

(c) Number of shares as to which such person has voting and dispositive power:

See items 5 through 8 of page 3 of this amendment.

Edward J. DeBartolo, Jr.

(a) Amount Beneficially Owned (3): 14,760,850

(b) Percent of Class (2): 4.9%

(c) Number of shares as to which such person has voting and dispositive power:

See items 5 through 8 of page 2 of this amendment.

(1) Includes: 2,350,000 Units held by EJDC II, LLC, a wholly-owned subsidiary of NID Corporation; 1,984,600 Units held by Great Lakes Mall LLC, an indirect wholly-owned subsidiary of NID Corporation; 1,126,708 Units held by Great Lakes Mall II LLC, an indirect wholly-owned subsidiary of NID Corporation; 1,600,000 Units held by NIDC LLC, an indirect wholly-owned subsidiary of NID Corporation; 516,214 Units held by EJDC III, LLC, a wholly-owned subsidiary of NID Corporation; 1,129,200 Units held by EJDC IV, LLC, a wholly-owned subsidiary of NID Corporation; 2,500,000 Units held by EJDC V, LLC, a wholly-owned subsidiary of NID Corporation; 750,000 Units held by DeBartolo LLC, a wholly-owned subsidiary of NID Corporation; 2,800,000 Units held by DeBartolo III, LLC, a wholly-owned subsidiary of NID Corporation; and 4,128 shares of Common Stock held by NID Corporation.

(2) Based on the Prospectus Supplement, filed by SPG on January 11, 2010, there were 285,751,595 shares of SPG common stock, par value \$0.0001 per share ("Common Stock") outstanding as of December 31, 2009. The percentage also includes the currently exercisable right to acquire 14,756,722 shares of SPG Common Stock upon the conversion of units of partnership interests in Simon Property Group, L.P. (the "Units") beneficially held by Mr. DeBartolo or NID Corporation.

(3) Includes (i) 4,128 shares of Common Stock held by NID Corporation, an entity controlled by Mr. DeBartolo, and (ii) 14,756,722 Units which are held by various subsidiaries of NID Corporation (see note 1 above), an entity controlled by Mr. DeBartolo. The amount no longer includes the following: (i) 139,829 Units held by the Lisa M. DeBartolo Revocable Trust, of which Lisa M. DeBartolo is now the trustee, (ii) 139,829 Units held by the Tiffanie L. DeBartolo Revocable Trust, of which Tiffanie L. DeBartolo is now the trustee, and (iii) 139,829 Units held by the Nicole DeBartolo Revocable Trust, of which Nicole DeBartolo is now the trustee.

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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: [X]

Item 6. Ownership of More than Five Percent on Behalf of Another Person: n/a

Item 7. Identification and Classification of the Subsidiary which acquired the securities being reporting on by the parent holding company: n/a

Item 8. Identification and Classification of Members of the Group: n/a

Item 9. Notice of dissolution of Group: n/a

Item 10. Certification: n/a

EXHIBITS

Exhibit A Joint Filing Agreement and Power of Attorney (Incorporated by reference to Exhibit A to Schedule 13G filed by the Reporting Persons on January 24, 2003).

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.

Dated: February 9, 2010

/s/Edward J. DeBartolo, Jr.

Edward J. DeBartolo, Jr.

NID CORPORATION

/s/ James D. Palermo

By: James D. Palermo

Its: Executive Vice President