

TAUBMAN CENTERS INC
Form 3
June 16, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Reese Robert R | | (Month/Day/Year) | TAUBMAN CENTERS INC [TCO] | |
| (Last) | (First) | (Middle) | 06/06/2005 | |
| 200 EAST LONG LAKE RD, P.O. BOX 200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BLOOMFIELD HILLS, MI 48303 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | Chief Administrative Officer | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,500 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|--|------------------|------------------|---|----------------------------|
| Incentive Option (Right to Buy) ⁽¹⁾ | Â ⁽²⁾ | 03/04/2015 | Common Stock ⁽¹⁾ 60,000 \$ 29.38 | D Â |
| Incentive Option (Right to Buy) ⁽¹⁾ | Â ⁽³⁾ | 05/18/2015 | Common Stock ⁽¹⁾ 20,000 \$ 31.31 | D Â |
| Incentive Option (Right to Buy) ⁽¹⁾ | 11/18/2005 | 05/18/2015 | Common Stock ⁽¹⁾ 9,582 \$ 31.31 | D Â |
| Incentive Option (Right to Buy) ⁽¹⁾ | Â ⁽⁴⁾ | 05/18/2015 | Common Stock ⁽¹⁾ 6,069 \$ 31.31 | D Â |
| Restricted Stock Units ⁽⁵⁾ | Â ⁽⁶⁾ | Â ⁽⁶⁾ | Common Stock 1,855 \$ ⁽⁵⁾ | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Reese Robert R 200 EAST LONG LAKE RD P.O. BOX 200 BLOOMFIELD HILLS, MI 48303 | Â | Â | Â Chief Administrative Officer | Â |

Signatures

/s/ Liesl A. Maloney,
Attorney-in-Fact

06/16/2005

⁽¹⁾Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Options were granted to the reporting person pursuant to The Taubman Realty Group Limited Partnership ("TRG") 1992 Incentive Option Plan, as amended (the "Option Plan"). The Company is the managing general partner of TRG. Options granted under the Option
- (1) Plan are exercisable for units of limited partnership in TRG. Under the Company's continuing offer to employees covered by the Plan and certain other partners in TRG, each unit of limited partnership interest in TRG held by an offeree is exchangeable for one share of the Company's common stock.
 - (2) The option vests in three equal installments on March 4, 2008, March 4, 2010 and March 4, 2012, subject to the satisfaction of certain performance criteria.
 - (3) The option vests in three equal installments on May 18, 2008, May 18, 2010 and May 18, 2012, subject to the satisfaction of certain performance criteria.
 - (4) The option vests in three equal installments on May 18, 2006, May 18, 2007 and May 18, 2008.
- Restricted stock units were granted to the reporting person pursuant to The Taubman Company 2005 Long-Term Incentive Plan. Each restricted stock unit represents a contingent right to receive upon vesting one share of the Company's common stock, plus a cash payment
- (5) equal to the aggregate cash dividends that would have been paid on such share of the Company's common stock if the share had been outstanding from the date of the grant of the award to the vesting date.
 - (6) The restricted stock units vest on March 1, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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