

TAUBMAN CENTERS INC
Form 4
February 23, 2006

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
CHAZEN JEROME A

(Last) (First) (Middle)

C/O CHAZEN CAPITAL PARTNERS LLC, 767 FIFTH AVENUE 26TH FLOOR

(Street)

NEW YORK, NY 10153

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TAUBMAN CENTERS INC [TCO]

3. Date of Earliest Transaction (Month/Day/Year)

02/22/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
8.30% Series A Cumulative Redeemable Preferred Stock	02/22/2006		S	300	D \$ 25.42 9,700	I	By trust for daughter (1)
8.30% Series A Cumulative Redeemable Preferred	02/22/2006		S	2,900	D \$ 25.4 6,800	I	By trust for daughter (1)

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Stock									
8.30% Series A Cumulative Redeemable Preferred Stock	02/22/2006	S	700	D	\$ 25.39	6,100		I	By trust for daughter <u>(1)</u>
8.30% Series A Cumulative Redeemable Preferred Stock	02/22/2006	S	1,000	D	\$ 25.38	5,100		I	By trust for daughter <u>(1)</u>
8.30% Series A Cumulative Redeemable Preferred Stock	02/22/2006	S	5,100	D	\$ 25.37	0		I	By trust for daughter <u>(1)</u>
8.30% Series A Cumulative Redeemable Preferred Stock						15,000		D	
8.30% Series A Cumulative Redeemable Preferred Stock						10,000		I	By trust for son <u>(1)</u>
8.30% Series A Cumulative Redeemable Preferred Stock						9,500		I	By trust for daughter <u>(1)</u>
8.30% Series A Cumulative Redeemable Preferred Stock						4,214		I	By wife <u>(1)</u>

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

Persons who respond to the collection of information contained in this form are not

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(9-02)

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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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CHAZEN JEROME A
C/O CHAZEN CAPITAL PARTNERS LLC
767 FIFTH AVENUE 26TH FLOOR
NEW YORK, NY 10153

X

Signatures

/s/ Donald J. Kunz,
Attorney-in-Fact

02/23/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The reporting person disclaims all beneficial interest in the shares of preferred stock owned by his wife and the trusts for the benefit of his children.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.