

Edgar Filing: TAUBMAN CENTERS INC - Form SC 13D/A

TAUBMAN CENTERS INC
Form SC 13D/A
January 28, 2003

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

SCHEDULE 13D/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)

TAUBMAN CENTERS, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$0.01 PER SHARE
(Title of Class of Securities)

876664103

(CUSIP Number)

KENNETH H. GOLD, ESQ.
MIRO WEINER & KRAMER
500 N. WOODWARD AVENUE
BLOOMFIELD HILLS, MICHIGAN 48304
(248) 258-1205

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

JANUARY 28, 2003

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box

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1      NAME OF REPORTING PERSONS
      I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

      ROBERT S. TAUBMAN

-----
2      CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP          (a) 
                                                                    (b) 

-----
3      SEC USE ONLY                                               

-----
4      SOURCE OF FUNDS
      N/A

-----
5      CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
      PURSUANT TO ITEM 2(d) OR 2(e)                                

-----
6      CITIZENSHIP OR PLACE OF ORGANIZATION
      UNITED STATES

-----
7      SOLE VOTING POWER
      400,941

NUMBER OF
-----
8      SHARED VOTING POWER
      547,984*

SHARES
-----
BENEFICIALLY
-----
9      SOLE DISPOSITIVE POWER
      400,941

OWNED BY
-----
EACH
-----
10     SHARED DISPOSITIVE POWER
      547,984**

REPORTING
-----
PERSON WITH
-----
11     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
      948,925**

-----
12     CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
      CERTAIN SHARES                                             

-----
13     PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
      1.8%
    
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14 TYPE OF REPORTING PERSON
IN

- * Includes 245,016 presently vested options granted to Robert S. Taubman. Does not include 10,000 Shares owned by Mr. Taubman's spouse and Mr. Taubman's children or 903,651 Shares (including Units and shares of Series B Preferred Stock on an as converted basis) owned by The A. Alfred Taubman Restated Revocable Trust, William S. Taubman, TRA Partners, Taub-Co Holdings LLC, Taubman Realty Ventures LLC, or TG Partners Limited Partnership, TG Acquisitions, or Shares held by Courtney Lord but for which Mr. Lord has granted an irrevocable proxy to TG Partners Limited Partnership of which Mr. Taubman disclaims beneficial ownership to the extent beyond his pecuniary interest in such entities.
- ** Includes, on an as converted basis, 547,984 shares of Series B Preferred Stock and Units held by R&W-TRG, LLC, a company owned by Mr. Robert S. Taubman and Mr. William S. Taubman.

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1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

The A. Alfred Taubman Restated Revocable Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) []
(b) []

3 SEC USE ONLY []

4 SOURCE OF FUNDS
N/A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEM 2 (d) OR 2 (e)

[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

NUMBER OF 7

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SHARES	SOLE VOTING POWER	100

BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY		188,593**

EACH	9	
REPORTING		SOLE DISPOSITIVE POWER
PERSON WITH	100	

	10	SHARED DISPOSITIVE POWER
		188,593**

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	188,691***	

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN	
	SHARES	[X]

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	