

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>Kieras Stephen J</b>			<b>TAUBMAN CENTERS INC [ TCO ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP, Development of TTC LLC</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>TAUBMAN CENTERS, INC., 200 EAST LONG LAKE ROAD, SUITE 300</b>			<b>12/17/2015</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>BLOOMFIELD HILLS, MI 48304</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/17/2015		M		94	A	\$0	182442	D	
Common Stock	12/17/2015		F		94	D	\$75.23	182348	D	
Common Stock	11/11/2016		M		196	A	\$0	182544	D	
Common Stock	11/11/2016		F		196	D	\$72.27	182348	D	
Common Stock	3/31/2017		M		2791	A	\$0	185139	D	
Common Stock	3/31/2017		F		817	D	\$66.02	184322	D	
Common Stock	3/31/2017		M		5931	A	\$0	190253	D	
Common Stock	3/31/2017		F		2245	D	\$66.02	188008	D	
Common Stock	3/31/2017		A		2193 (1)	A	\$0	190201	D	
Common Stock	3/31/2017		F		1014	D	\$66.02	189187	D	
Common Stock								6223 (2)	I	By 401(k) plan

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units (3)	\$0.0	12/17/2015		M		94		(4)	(4)	Common Stock	94.0	\$0	2791	D	
Restricted Stock Units (3)	\$0.0	11/11/2016		M		196		(4)	(4)	Common Stock	196.0	\$0	5931	D	
Restricted Stock Units (3)	\$0.0	3/31/2017		M		2791		(5)	(5)	Common Stock	2791.0	\$0	0	D	
Restricted Stock Units (3)	\$0.0	3/31/2017		M		5931		(5)	(5)	Common Stock	5931.0	\$0	0	D	

### Explanation of Responses:

- Performance share units (PSUs) were granted to the reporting person pursuant to the Taubman Company 2008 Omnibus Long Term Incentive Plan (Omnibus Incentive Plan). Each PSU represents a contingent right to receive, upon vesting, shares of the Company's common stock ranging from 0-300% of the PSUs based on the Company's total shareholder return relative to that of a peer group. The PSUs vested on March 31, 2017 with a payout ratio of 76%.
- Reflects shares of the Company's common stock on an as-converted basis held through a stock fund of the Company's 401(k) plan. Includes 4 shares of the Company's common stock acquired under the 401(k) plan not previously reported.
- Restricted stock units (RSUs) were granted to the reporting person pursuant to the Omnibus Incentive Plan. Each restricted stock unit represents a contingent right to receive upon vesting one share of the Company's common stock.

- (4) The RSUs vested on the respective transaction date. For employees that are age 62 and older, the Company is required to submit FICA tax in the year that each grant is given. Mr. Kieras's grants in 2015 and 2016 had RSUs withheld to cover these taxes.
- (5) The RSUs vested on March 31, 2017 upon Mr. Kieras's retirement.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Kieras Stephen J TAUBMAN CENTERS, INC. 200 EAST LONG LAKE ROAD, SUITE 300 BLOOMFIELD HILLS, MI 48304</b>			<b>EVP, Development of TTC LLC</b>	

**Signatures**

/s/ Michael S. Ben, Attorney-in-Fact

4/11/2017

\*\*Signature of Reporting Person

Date

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

\* 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).

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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