

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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)	
TAUBMAN ROBERT S		TAUBMAN CENTERS INC [TCO]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President, CEO, AND Chair BOD	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
TAUBMAN CENTERS, INC., 200 E. LONG LAKE ROAD, SUITE 300		12/29/2020			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
BLOOMFIELD HILLS, MI 48304				<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	12/29/2020		D		267395	D	(1)	0	I	By trust 1
Common Stock	12/29/2020		D		42880	D	(1)	0	I	By trust 2 (2)
Common Stock	12/29/2020		D		100	D	(1)	0	I	By trust 3 (2)
Common Stock	12/29/2020		D		265246	D	(1)	0	I	By limited liability company 1
Common Stock	12/29/2020		D		711504	D	(1)	0	I	By limited liability company 2 (3)
Common Stock	12/29/2020		D		186837	D	(1)	0	I	By limited liability company 3 (3)
Common Stock	12/29/2020		D		8245	D	(1)	0	I	As UTMA custodian for son 1 (4)
Common Stock	12/29/2020		D		8245	D	(1)	0	I	As UTMA custodian for son 2 (4)

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				
Series B Preferred Stock	\$0.0	12/29/2020		D			38314	(5)	(5)	Common Stock	38314.0	(5)	0	I	By trust 1
Series B Preferred Stock	\$0.0	12/29/2020		D			1338496	(5)	(5)	Common Stock	1338496.0	(5)	0	I	By limited liability company 2 (3)

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				
Series B Preferred Stock	\$0.0	12/29/2020		D			22311442	(5)	(5)	Common Stock	22311442.0	(5)	0	I	By limited liability company 3 (3)
Series B Preferred Stock	\$0.0	12/29/2020		D			5000	(5)	(5)	Common Stock	5000.0	(5)	0	I	By limited liability company 4 (3)
Series B Preferred Stock	\$0.0	12/29/2020		D			472650	(5)	(5)	Common Stock	472650.0	(5)	0	I	By limited liability company 5 (3)
Units of Limited Partnership	\$0.0	12/29/2020		D			7299880	(6)	(6)	Common Stock	7299880.0	(6)	15011562	I	By limited liability company 3 (3)
Units of Limited Partnership	\$0.0	12/29/2020		C			15011562	(7)	(7)	Common Stock	15011562.0	(7)	0	I	By limited liability company 3 (3)
Units of Limited Partnership	\$0.0	12/29/2020		C			1338496	(7)	(7)	Common Stock	1338496.0	(7)	0	I	By limited liability company 2 (3)
Units of Limited Partnership	\$0.0	12/29/2020		C			38314	(7)	(7)	Common Stock	38314.0	(7)	0	I	By trust 1
Units of Limited Partnership	\$0.0	12/29/2020		C			5000	(7)	(7)	Common Stock	5000.0	(7)	0	I	By limited liability company 4 (3)
Units of Limited Partnership	\$0.0	12/29/2020		C			472650	(7)	(7)	Common Stock	472650.0	(7)	0	I	By limited liability company 5 (3)
Limited Liability Company Interests	\$0.0	12/29/2020		C		15011562		(7)	(7)	Common Stock	15011562.0	(7)	15011562	I	By limited liability company 3 (3)
Limited Liability Company Interests	\$0.0	12/29/2020		C		1338496		(7)	(7)	Common Stock	1338496.0	(7)	1338496	I	By limited liability company 2 (3)
Limited Liability Company Interests	\$0.0	12/29/2020		C		38314		(7)	(7)	Common Stock	38314.0	(7)	38314	I	By trust 1
Limited Liability Company Interests	\$0.0	12/29/2020		C		5000		(7)	(7)	Common Stock	5000.0	(7)	5000	I	By limited liability company 4 (3)
Limited Liability Company Interests	\$0.0	12/29/2020		C		472650		(7)	(7)	Common Stock	472650.0	(7)	472650	I	By limited liability company 5 (3)

Explanation of Responses:

- (1) Pursuant to the Amended and Restated Agreement and Plan of Merger, dated as of November 14, 2020, by and among Taubman Centers, Inc. (Taubman), Simon Property Group, Inc. (Simon), and certain other parties thereto (the Merger Agreement), at the effective time of the mergers, each outstanding share of common stock of Taubman was cancelled and converted into the right to receive \$43.00 in cash (the Common Stock Merger Consideration).
- (2) Mr. Taubman disclaims all beneficial interest in the shares of common stock owned by such trust beyond his pecuniary interest therein.
- (3) Mr. Taubman disclaims all beneficial interest in the shares of common stock, the shares of Series B Preferred Stock, Units of Limited Partnership interest, and the Limited Liability Company Interests owned by such limited liability company beyond his pecuniary interest therein.

- (4) Mr. Taubman disclaims all beneficial interest in the shares of common stock owned by the UTMA accounts for the benefit of his children.
- (5) Pursuant to the Merger Agreement, at the effective time of the mergers, each share of Series B Non-Participating Convertible Preferred Stock was converted into the right to receive an amount in cash equal to the Common Stock Merger Consideration, divided by 14,000.
- (6) Pursuant to the Merger Agreement, at the effective time of the mergers, certain Units of Limited Partnership were converted into the right to receive an amount in cash equal to the Common Stock Merger Consideration.
- (7) Pursuant to the Merger Agreement, the remaining Units of Limited Partnership outstanding following the mergers were automatically converted into limited liability company interests upon the conversion of The Taubman Realty Group Limited Partnership into a Delaware limited liability company.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAUBMAN ROBERT S TAUBMAN CENTERS, INC. 200 E. LONG LAKE ROAD, SUITE 300 BLOOMFIELD HILLS, MI 48304	X		President, CEO, AND Chair BOD	

Signatures

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

12/31/2020

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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