

**SIMON**  
PROPERTY GROUP

1301  
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August 13, 2002

**VIA OVERNIGHT MAIL**

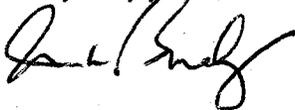
Jonathan G. Katz, Secretary  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

**RE: File No. 4-460: Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934**

Dear Mr. Katz:

Pursuant to the requirements of the above referenced order, you will find enclosed executed copies of a Statement Under Oath of both the Principal Executive Officer and the Chief Financial Officer of Simon Property Group, Inc., a Delaware corporation.

Very truly yours,



James M. Barkley  
General Counsel

enclosures/tw

cc: John Dahl w/enclosures  
David Simon w/enclosures  
Stephen E. Sterrett w/enclosures

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OFFICE OF THE SECRETARY

AUG 14 2002

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**Statement Under Oath of Principal Executive Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, David Simon, state and attest that:

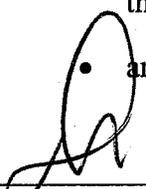
(1) To the best of my knowledge, based upon a review of the covered reports of Simon Property Group, Inc., and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the year ended December 31, 2001, filed with the Commission on March 29, 2002 of Simon Property Group, Inc.;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Simon Property Group, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

  
\_\_\_\_\_  
David Simon  
August 13, 2002

STATE OF INDIANA            )  
  ) SS:  
COUNTY OF MARION        )

Subscribed and sworn to before me, a Notary Public in  
and for the State of Indiana, this 13 day of August  
2002.

  
\_\_\_\_\_  
Notary Public  
Teresa M. Wall  
Printed

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AUG 14 2002

My Commission Expires: August 8, 2008  
I am a resident of Marion County, Indiana.



TERESA M. WALL  
Res. of Marion Co.  
Comm. Exp. 8-8-2009