## Edgar Filing: TAUBMAN CENTERS INC - Form 4

TAUBMAN	CENTERS INC										
Form 4											
July 01, 2015									PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-028			
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contii See Instru-	this box onger t to n 16. 4 or 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, tions Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(b) of the Investment Company Act of 1940						Expires: January 2 Estimated average burden hours per response n				
1(b).	cuon				,						
(Print or Type R	esponses)										
1. Name and Address of Reporting Person *       2. Issue         TYSOE RONALD W       Symbol			r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
(Last)				arliest Transaction				(Check all applicable)			
530 BALD EAGLE DRIVE(Month/D07/01/20			/Day/Year) /2015				X_ Director 10% Owner Officer (give title Other (specify below) below)				
			endment, Date Original onth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
JUPITER, FI	L 33477							Aore than One Re			
(City)	(State) (Z	Zip) Tabl	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	tle of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			Securities Beneficially Owned Following Reported Transaction(s)	5. Ownership Form: Direct D) or Indirect (I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	07/01/2015		Code V A	Amount 450 (1) (2)	(D) A	Price \$ 0	(Instr. 3 and 4) 14,271 ( <u>3)</u>	D			

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 required to respond unless the form displays a currently valid OMB control number.

 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)	4. Transact Code (Instr. 8)	<ol> <li>5.</li> <li>actionNumber of</li> <li>8) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</li> </ol>				Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	/ (A)	• •	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## Edgar Filing: TAUBMAN CENTERS INC - Form 4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
TYSOE RONALD W 530 BALD EAGLE DRIVE JUPITER, FL 33477	Х							
Signatures								
/s/ Michael S. Ben, Attorney-in-Fact		07/01/2015						
**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).

Under The Taubman Centers, Inc. Non-Employee Directors' Deferred Compensation Plan, each non-employee director may defer the receipt of all or a portion of his or her director retainer (cash and stock) until the earlier of the termination of such director's service on the Company's Board of Directors and upon a change of control. Such deferred compensation is denominated in restricted stock units, and the

(1) number of restricted stock units received equals the deferred retainer fee divided by the fair market value of the Company's common stock on the business day immediately before the date the director would otherwise have been entitled to receive the retainer fee. Mr. Tysoe has elected to defer the stock-based portion of his retainer fee in 2015; the shares reflected in the table above are the deferred shares for the current quarter.

The restricted stock units represent the right to receive equivalent shares of common stock at the end of the deferral period, and each(2) director's account is 100% vested at all times. Therefore, the reporting person has elected to report the deferral as shares of common stock received on the grant date.

Under The Taubman Centers, Inc. Non-Employee Directors' Deferred Compensation Plan, each director's account is credited with dividend equivalents on the deferred restricted stock units when the Company pays cash dividends on its common stock (including special dividends, if any), and such dividend equivalents are denominated in additional restricted stock units based on the fair market value of the

(3) Group and such dividend equivalents are denominated in additional restricted stock units based on the fail market value of the Company's common stock on the business day immediately before the record date of the applicable dividend payment. The receipt of such dividends since the last Form 4 filing has been reflected in the column entitled 'amount of securities beneficially owned following reported transaction(s)', but has not been reported as a separate transaction.

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.