

SIMON PROPERTY GROUP INC /DE/
Form 4
May 11, 2017

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Aepfel Glyn

2. Issuer Name and Ticker or Trading Symbol
SIMON PROPERTY GROUP INC /DE/ [SPG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

GLENCOVE CAPITAL, 175 RENNELL DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SOUTHPORT, CT 06890

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	05/10/2017		A ⁽¹⁾	916 A <u>1</u>	1,656 ⁽²⁾	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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aeppel Glyn GLENCOVE CAPITAL 175 RENNELL DRIVE SOUTHPORT, CT 06890		X		

Signatures

/s/ Glyn F. Aeppel by her attorney-in-fact, Alexander L.W. Snyder 05/11/2017

__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).
- (1) Non-cash compensation- Award of restricted stock under the Simon Property Group, L.P. 1998 Stock Incentive Plan (as amended and restated April 4, 2014). The restricted stock vests on May 10, 2018.
- (2) Includes 12 common shares acquired through the reinvestment of dividends received on common shares in 2016 and the first quarter of 2017 under the Company's Stock Incentive Plan.

Remarks:

Exhibit List

Exhibit 24- Power of Attorney

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.

(a)

Mr. Eduardo Perestrelo Correia de Matos

(b)

Av. Brigadeiro Faria Lima, 2277, 15º andar, Suite 1503, 01452-000, São Paulo, SP, Brazil

(c)

President of Portugal Telecom Brasil S.A.

(d)

Portugal

(a)

Mr. Pedro Manuel Brandão Rodrigues

(b)

Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal

(c)

Director and Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.

(d)

Portugal

(a)

Mr. Paul Jozef Schmitz

(b)

Strawinskylaan, 3105, 1077 ZX, Amsterdam, The Netherlands

(c)

Senior Account Manger, ABN AMRO Trust Company (Nederland) B.V.

(d)

The Netherlands

(a)

Mr. Benjamin de Koe

(b)

Strawinskylaan, 3105, 1077 ZX, Amsterdam, The Netherlands

(c)

Chief Accounting Officer and Client Relationship Manager, ABN AMRO Trust Company (Nederland) B.V.

(d)

The Netherlands

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- (a) Mr. Luis Miguel Gilperez López
- (b) C/ Goya, 24, 28001, Madrid, Spain
- (c) Executive Director of International Area of Telefónica Móviles S.A.
- (d) Spain

- (a) Mr. J.C.W. van Burg
- (b) Strawinskyalaan, 3105, 1077 ZX, Amsterdam, The Netherlands
- (c) Managing Director, ABN AMRO Trust Company (Netherlands) B.V.
- (d) The Netherlands

- (a) Mr. C.J.P. Klufft
- (b) Strawinskyalaan, 3105, 1077 ZX, Amsterdam, The Netherlands
- (c) Assistant to the Head of the Legal Department, ABN AMRO Trust Company (Netherlands) B.V.
- (d) The Netherlands

- (a) Mr. Shakhaf Wine
- (b) Praia de Botafogo, 501, 22250-040, Rio de Janeiro, RJ, Brazil
- (c) Member of the board of directors of each of Brasilcel N.V., Telesp Celular Participações S.A., Tele Centro Oeste Participações S.A., Tele Sudeste Participações S.A., Celular CRT Participações S.A, Telemat Celular S.A., Teleacre Celular S.A., Telems Celular S.A., Norte Brasil Telecom S.A., Teleron Celular S.A., TCO-IP S.A. Telegoiás Celular S.A, since 2004, Universo Online S.A. and Banco1.Net S.A.
- (d) Brazil

PORTUGAL TELECOM, SGPS, S.A.

- (a) Mr. Ernâni Rodrigues Lopes
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chairman of the Board of Directors of Portugal Telecom, SGPS, S.A. and SESC-Sociedade de Estudos Superiores de Contabilidade, S.A.
- (d) Portugal

- (a) Mr. Miguel António Igrejas Horta e Costa
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Zeinal Abedin Mahomed Bava
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Financial Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Carlos Manuel de Lucena e Vasconcellos Cruz
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Executive Officer of Portugal Telecom Investimentos Internacionais Consultoria Internacional S.A. and PT Ventures, SGPS, S.A.; Director and Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Iriarte José Araújo Esteves

- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Chief Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.; Director and Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Paulo Jorge da Costa Gonçalves Fernandes

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- (b) Urbanização Tagus Park, Lote 35, 2784-549, Porto Salvo, Portugal
- (c) Chief Executive Officer of PT Sistemas de Informação, S.A.; Director and Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Joaquim Aníbal Freixial de Goes
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Member of the Board of Directors of PT Multimedia Serviços de Telecomunicações e Multimedia, SGPS, S.A.; Member of the Board of Directors of Companhia de Seguros Tranquilidade-Vida, S.A.; Member of the Board of Directors of BEST Banco Electrónico de Serviço Total, S.A.; Member of the Board of Directors of Banco Espírito Santo, S.A.; Member of the Board of Directors of BES.COM, SGPS, S.A.; Chairman of the Board of Directors of E.S. INTERACTION, Sistemas de Informação Interactivos, S.A.; Member of the Board of Directors of ESDATA, Espírito Santo Data, SGPS, S.A.; Member of the Board of Directors of CREDIFLASH, SA.
- (d) Portugal

- (a) Mr. Henrique Manuel Fusco Granadeiro
- (b) Av. 5 de Outubro, 208, 1069-203, Lisbon, Portugal
- (c) Chief Executive Officer of Lusomundo Media, SGPS, S.A., Chief Executive Officer of Diário de Notícias, Chief Executive Officer of Jornal de Notícias, Chief Executive Officer of TSF, Chief Executive Officer of Jornal do Fundão, Chief Executive Officer of Açoreana Ocidental and Chief Executive Officer of DN da Madeira.
- (d) Portugal

- (a) Mr. Carlos Alberto de Oliveira Cruz
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Member of the Board of Directors of Gerbanca, SGPS, S.A.; Chairman of the Board of Directors of Caixa Brasil, SGPS, S.A.; Vice Chairman of the Board of Directors of Caixa-Banco de Investimento, S.A.; Member of the Board of Directors of Unibanco Holdings, S.A.
- (d) Portugal

- (a) Mr. Jorge Humberto Correia Tomé
- (b) Rua Barata Salgueiro, 33, 1269-057, Lisbon, Portugal
- (c) Chief Executive Officer of Caixa Banco de Investimentos S.A.
- (d) Portugal

- (a) Mr. Fernando Maria Costa Duarte Ulrich
- (b) Rua Braancamp, 11, 8º Piso, 1250-049, Lisbon, Portugal
- (c) Chief Executive Officer of BPI Pensões, S.A.
- (d) Portugal

- (a) Mr. Fernando Abril-Martorell Hernandez
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Member of the Board of Directors of Portugal Telecom SGPS, S.A.; Former Chief Operating Officer of Telefónica, S.A.
- (d) Spain

- (a) Mr. António Pedro de Carvalho Viana Baptista

- (b) Pº Recoletos, 7-9, 3ª Planta, 28004, Madrid, Spain.
- (c) Chairman of the Board of Directors and Chief Executive Officer of Telefónica Móviles S.A.
- (d) Portugal

- (a) Mr. Pedro Sampaio Malan
- (b) Av. Eusébio Matoso, 891, 4º andar, 05423-901, São Paulo, SP, Brazil
- (c) Former Minister of Finance of Brazil.
- (d) Brazil

Table of Contents

- (a) Mr. Patrick Monteiro de Barros
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Chairman of the Board of Directors of Telexpress Investments Limited since 2002; Chairman and Chief Executive Officer of Argus Resources Ltd.
- (d) Portugal

- (a) Mr. Luis de Melo Champalimaud
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Former Chairman of the Boards of Directors of Banco Totta & Açores, S.A., Crédito Predial Português, S.A., Banco Totta e Sotto Mayor de Investimentos, S.A. and Banco Pinto & Sotto Mayor, S.A.
- (d) Portugal

- (a) Mr. Jorge Maria Bleck
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Member of the Board of Directors of Portugal Telecom, SGPS, S.A.; Chairman of the General Shareholders Meeting of Crédito Predial Português; Vice-Chairman of the General Shareholders Meeting of Banco Santander de Negócios Portugal, S.A; Vice-Chairman of the General Shareholders Meeting of Banco Santander, S.A; Member of the Board of Directors of Foggia SGPS, S.A.
- (d) Portugal

- (a) Mr. Carlos Manuel de Almeida Blanco de Morais
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Professor of the Lisbon University of Law.
- (d) Portugal

- (a) Mr. João Manuel de Mello Franco
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Member of the Board of Directors of José de Mello Participações, SGPS, S.A.; Vice-Chairman of the Board of Directors of José de Mello Imobiliária; Chairman of the Board of Directors of José de Mello Residências e Serviços; Chairman of the Board of Directors of Imópolis (SGFII); Chairman of the Board of Directors of Engimais.
- (d) Portugal

- (a) Mr. Gerald S. McGowan
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Former Ambassador of the United States to Portugal.
- (d) United States

- (a) Mr. Peter Eugene Golob
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Former Head of Merrill Lynch Global Communications Group for Europe.
- (d) United States

- (a) Mr. Nuno João Francisco Soares de Oliveira Silvério Marques
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Partner at CIDOT, Comunicação e Imagem, Ltda.

- (d) Portugal
- (a) Mr. Thomaz de Mello Paes de Vasconcellos
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Director of Portugal Telecom, SGPS, S.A.; Managing Director of TPV, Ltda.
- (d) Portugal

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- (a) Mr. Luis Manuel da Costa de Sousa de Macedo
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Secretary-General and Company Secretary of Portugal Telecom, SGPS, S.A.; Manager of the Image and Communication Department of Portugal Telecom Group.
 - (d) Portugal
-
- (a) Mr. Francisco José Meira Silva Nunes
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Chief Accounting Officer and Manager of the Financial Reporting and Consolidation Department of Portugal Telecom, SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. Carlos Manuel Mendes Fidalgo Moreira da Cruz
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Financing and Treasury Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. Nuno Bernardo Ramires Leiria Fidalgo Prego
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Investor Relations Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. Miguel Augusto Chambel Rodrigues
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Control Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Ms. Maria Paula de Almeida Martins Canais
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Planning Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. António Manuel Robalo de Almeida
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Regulatory Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Ms. Rita de Sampaio Nunes
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Competition Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. Miguel Dias Amaro
 - (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
 - (c) Manager of the Internal Audit Department of Portugal Telecom SGPS, S.A.
 - (d) Portugal
-
- (a) Mr. Abilio Cesário Lopes Martins

- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Manager of the Communication Department of Portugal Telecom SGPS, S.A.
- (d) Portugal

- (a) Mr. Luis Filipe Nunes Cabral Moura
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Manager of the Human Resources Department of Portugal Telecom SGPS, S.A.
- (d) Portugal

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TMN TELECOMUNICAÇÕES MÓVEIS NACIONAIS S.A.

- (a) Mr. Miguel António Igrejas Horta e Costa
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Iriarte José Araújo Esteves
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Chief Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.; Director and Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. António Lopes Soares
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director and Vice President of the Executive Committee of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Mr. David José Ferreira Lopes
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Officer of Portugal Telecom Comunicações, Member of the Executive Board in Charge of the Network.
- (d) Portugal

- (a) Ms. Maria da Graça Galvão de Carvalho
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director and Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Mr. Pedro Manuel Brandão Rodrigues
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director and Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Mr. Luís Filipe de Medeiros Cravo Ribeiro
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director and Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Ms. Maria Etelvina da Conceição Aguiar dos Santos
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Head of Legal Department of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Mr. João Amândio Teixeira Goulart de Bettencourt
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director of TMN Telecomunicações Móveis Nacionais, S.A. and Member of the Fiscal Council of TELE-PAC.

(d) Portugal

(a) Mr. Manuel Joaquim Barata Frexes

(b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal

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- (c) Mayor for the City of Fundão, Portugal; Coordinator of the Commission of Foreign Affairs and Member of the Social Equipment and of the Accompanying Commission for Porto 2001 European Cultural Capital.
- (d) Portugal

- (a) Mr. Victor Pereira Dias
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) President of TRADINGPOR Empresa de Comércio Externo de Portugal, S.A.; Director of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

PT MÓVEIS, SGPS, S.A.

- (a) Mr. Miguel António Igrejas Horta e Costa
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Carlos Manuel de Lucena e Vasconcellos Cruz
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Executive Officer of Portugal Telecom Investimentos Internacionais Consultoria Internacional S.A. and PT Ventures, SGPS, S.A.; Director and Executive Officer of Portugal Telecom, SGPS, S.A.
- (d) Portugal

- (a) Mr. Pedro Manuel Brandão Rodrigues
- (b) Avenida Álvaro Pais, 02, 1649-041 Lisbon, Portugal
- (c) Director and Executive Officer of TMN Telecomunicações Móveis Nacionais, S.A.
- (d) Portugal

- (a) Mr. Álvaro José Roquette Morais
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Chief Operating Officer of PT Móveis, SGPS, S.A.
- (d) Portugal

- (a) Mr. Diogo Miguel Cabedo Amado Horta e Costa
- (b) Avenida Fontes Pereira de Melo, 40, 1069-300 Lisbon, Portugal
- (c) Executive Vice-President of Portugal Telecom Investimentos Internacionais Consultoria Internacional S.A.
- (d) Portugal

PORTELCOM PARTICIPAÇÕES S.A.

- (a) Mr. Eduardo Perestrelo Correia de Matos
- (b) Av. Brigadeiro Faria Lima, 2277, 15º andar, Suite 1503, 01452-000, São Paulo, SP, Brazil
- (c) President of Portugal Telecom Brasil S.A. and President of Portelcom Participações S.A.
- (d) Portugal

- (a) Mr. João Luis Tenreiro Barroso

- (b) Av. Brigadeiro Faria Lima, 2277, 15° andar, Suite 1503, 01452-000, São Paulo, SP, Brazil
- (c) Officer of Portelcom Participações S.A.
- (d) Brazil

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EXHIBIT INDEX

1. Joint Filing Agreement dated October 12, 2004.
2. Shareholders Agreement by and among Telefónica Móviles, S.A., Portugal Telecom SGPS, S.A., PT Móveis SGPS, S.A. and Brasilcel B.V. on October 17, 2002, incorporated by reference to Exhibit 4.3 to the Annual Report on Form 20-F of Telefónica, S.A. filed on June 30, 2003 (the 2002 Telefónica 20-F) (SEC file number 001-09531).
3. Subscription Agreement by and among Telefónica Móviles, S.A., Portugal Telecom SGPS, S.A., PT Móveis SGPS, S.A. and Brasilcel B.V. on October 17, 2002, incorporated by reference to Exhibit 4.4 to the 2002 Telefónica 20-F.
4. Note Purchase Agreement relating to the issuance by Telesp Celular Participações S.A. of 416,050,488.19 of floating rate notes due 2004, dated November 28, 2001, among Portugal Telecom International Finance B.V., Telesp Celular Participações S.A. and Citibank N.A. London, incorporated by reference to Exhibit 2.4 to TCP s annual report Form 20-F for the fiscal year ended December 31, 2001, filed on June 21, 2002 (the 2001 TCP 20-F) (SEC file number 001-14493).
5. Agency Agreement relating to the issuance by Telesp Celular Participações S.A. of 416,050,488.19 of floating rate notes due 2004, dated November 28, 2001, among Citibank N.A. London and Telesp Celular Participações S.A., incorporated by reference to Exhibit 2.5 to the 2001 TCP 20-F.