FORM	4
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1	Check this box if no
	longer subject to
	Section 16. Form 4 or
	Form 5 obligations may
	continue. See
	$\mathbf{I}_{11} = \mathbf{I}_{11} = \mathbf{I}$

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Instruction 1(b). Company Act of 1940

Print or Type Responses) 1. Name and Address of Reporting Person FRIES DAVID S		2. Issuer Name and AMB PROPERT						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) C/O AMB PROPERTY CORPORA BAY 1	3. Date of Earliest Tr 07/18/2005	ansaction (N	Month	/Day/Yea	:)		X_Officer (give title below) Other (specify below) Executive VP					
(Street)		4. If Amendment, Da	te Original	Filed	Month/Day/Y	'ear)		6. Individual or Joint/Group Filing(Check X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
SAN FRANCISCO, CA 94111 (City) (State)	(Zip)		Tabla I -	Non-T	Dorivotivo	Securit	ies Acqui	ired, Disposed of, or Beneficially Owne	ad .			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transac		4. Securi (A) or D (Instr. 3,	ties Acq isposed o	uired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form:	7. Nature of Indirect Beneficial Ownership		
		(Wonds Day, Tear)	Code	v	Amount	(A) or (D)	Price	(1131. 5 and 4)	or Indirect (I) (Instr. 4)			
Common Stock	07/18/2005		М		708	А	\$ 35.26	133,521	D			
Common Stock	07/18/2005		S		708	D	\$ 44.36	132,813	D			
Common Stock	07/18/2005		М		5,092	А	\$ 35.26	137,905	D			
Common Stock	07/18/2005		S		5,092	D	\$ 44.36	132,813	D			
Common Stock	07/18/2005		М		976	А	\$ 35.26	133,789	D			
Common Stock	07/18/2005		S		976	D	\$ 44.35	132,813	D			
Common Stock	07/18/2005		М		11,327	А	\$ 35.26	144,140	D			
Common Stock	07/18/2005		S		11,327	D	\$ 44.6	132,813	D			
Common Stock	07/18/2005		М		36,697	А	\$ 27.12	169,510	D			
Common Stock	07/18/2005		S		36,697	D	\$ 44.35	132,813	D			
Common Stock	07/18/2005		М		9,055	А	\$ 27.12	141,868	D			
Common Stock	07/18/2005		S		9,055	D	\$ 44.34	132,813	D			
Common Stock	07/18/2005		М		5,719	А	\$ 27.12	138,532	D			
Common Stock	07/18/2005		S		5,719	D	\$ 44.34	132,813	D			
Common Stock	07/18/2005		М		626	А	\$ 27.12	133,439	D			
Common Stock	07/18/2005		S		626	D	\$ 44.34	132,813	D			
Common Stock	07/18/2005		М		4,812	А	\$ 27.12	137,625	D			
Common Stock	07/18/2005		S		4,812	D	\$ 44.33	132,813	D			
Common Stock	07/18/2005		М		12,700	А	\$ 27.12	145,513	D			
Common Stock	07/18/2005		S		12,700	D	\$ 44.32	132,813	D			
Common Stock	07/18/2005		М		2,400	А	\$ 27.12	135,213	D			

Common Stock	07/18/2005	S	2,400	D	\$ 44.31	132,813	D	
Common Stock	07/18/2005	М	3,972	А	\$ 27.12	136,785	D	
Common Stock	07/18/2005	S	3,972	D	\$ 44.3	132,813	D	
Common Stock	07/18/2005	М	43,528	А	\$ 26.29	176,341	D	
Common Stock	07/18/2005	S	43,528	D	\$ 44.3	132,813	D	
Common Stock	07/18/2005	М	300	А	\$ 26.29	133,113	D	
Common Stock	07/18/2005	S	300	D	\$ 44.28	132,813	D	
Common Stock	07/18/2005	М	600	А	\$ 26.29	133,413	D	
Common Stock	07/18/2005	S	600	D	\$ 44.27	132,813 (1)	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 SEC 1474 (9-02) 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
(a g nuts calls warrants ontions convertible securities)

	(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)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code		of D Secu Acq or D of (I	urities uired (A) Disposed D) tr. 3, 4,	Expiration Date of Unde (Month/Day/Year) Securiti		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		of Underlying Securities		8. Price of Derivative Security (Instr. 5)	y Securities b) Beneficially Owned Following Reported Transaction(s)	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		(Instr. 4)	(11311.4)			
Non- QualifiedStock Option (right to buy)	\$ 35.26	07/18/2005		М			708	(2)	01/27/2014	Common Stock	708	<u>(3)</u>	196,306	D			
Non- QualifiedStock Option (right to buy)	\$ 35.26	07/18/2005		М			5,092	<u>(4)</u>	01/27/2014	Common Stock	5,092	<u>(3)</u>	191,214	D			
Non- QualifiedStock Option (right to buy)	\$ 35.26	07/18/2005		М			976	<u>(4)</u>	01/27/2014	Common Stock	976	<u>(3)</u>	190,238	D			
Non- QualifiedStock Option (right to buy)	\$ 35.26	07/18/2005		М			11,327	<u>(5)</u>	01/27/2014	Common Stock	11,327	<u>(3)</u>	178,911	D			
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005		М			36,697	<u>(6)</u>	02/13/2013	Common Stock	36,697	<u>(3)</u>	142,214	D			
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005		М			9,055	<u>(6)</u>	02/13/2013	Common Stock	9,055	<u>(3)</u>	133,159	D			
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005		М			5,719	<u>(6)</u>	02/13/2013	Common Stock	5,719	<u>(3)</u>	127,440	D			
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005		М			626	(7)	02/13/2013	Common Stock	626	<u>(3)</u>	126,814	D			

Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005	М		4,812	<u>(7)</u>	02/13/2013	Common Stock	4,812	<u>(3)</u>	122,002	D	
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005	М		12,700	(7)	02/13/2013	Common Stock	12,700	<u>(3)</u>	109,302	D	
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005	М		2,400	(7)	02/13/2013	Common Stock	2,400	<u>(3)</u>	106,902	D	
Non- QualifiedStock Option (right to buy)	\$ 27.12	07/18/2005	М		3,972	(7)	02/13/2013	Common Stock	3,972	<u>(3)</u>	102,930	D	
Non- QualifiedStock Option (right to buy)	\$ 26.29	07/18/2005	М		43,528	<u>(8)</u>	02/26/2012	Common Stock	43,528	<u>(3)</u>	59,402	D	
Non- QualifiedStock Option (right to buy)	\$ 26.29	07/18/2005	М		300	(8)	02/26/2012	Common Stock	300	<u>(3)</u>	59,102	D	
Non- QualifiedStock Option (right to buy)	\$ 26.29	07/18/2005	М		600	<u>(8)</u>	02/26/2012	Common Stock	600	<u>(3)</u>	58,502	D	

# **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
FRIES DAVID S C/O AMB PROPERTY CORPORATION PIER 1, BAY 1 SAN FRANCISCO, CA 94111			Executive VP						

### Signatures

/s/ Tamra Browne pursuant to a Power of Attorney dated 01/15/2003.	07/20/2005
-*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) Of the 132,813 securities beneficially owned, 68,521 are directly owned (D) and 64,292 securities are held indirectly (I) through a rabbi trust pursuant to the Amended and Restated AMB Nonqualified Deferred Compensation Plan.
- (2) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares will vest fully on January 1, 2008.
- (3) Not applicable.
- (4) The shares subject to the option vested fully on the date of grant, February 27, 2004.
- (5) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares will vest fully on January 1, 2007.
- (6) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares will vest fully on January 1, 2006.
- (7) The shares subject to the option vested fully on the date of grant, February 13, 2003.
- (8) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares vested fully on January 1, 2004.

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.