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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 COKE MICHAEL A | 2. Issuer Name and AMB PROPER | | | | 1 | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | |
|--|--|---|-----------------------------------|------------|---|--|---------------------------|--|----------------------------------|------------|
| (Last) (First) C/O AMB PROPERTY CO 1, BAY 1 | 3. Date of Earliest T 07/18/2005 | ransaction (| Mont | h/Day/Yea | ar) | X_Officer (give title below)O CFO & Executive | ther (specify below VP | ow) | | |
| (Street) | 4. If Amendment, D | ate Original | Filed | (Month/Day | /Year) | 6. Individual or Joint/Group Filing(Chee _X_Form filed by One Reporting Person | ck Applicable Li | ne) | | |
| SAN FRANCISCO, CA 94 | 111 | | | | | | | Form filed by More than One Reporting Perso | on | |
| (City) (State) | (Zip) | | Table I - N | on-D | erivative \$ | Securiti | ies Acqui | ired, Disposed of, or Beneficially Ow | ned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transact Code (Instr. 8) | tion | 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) | Ownership Form: Direct (D) | Benefici |
| | | | Code | v | Amount | (A) or (D) | Price | | (I) (Instr. 4) | (111501.4) |
| Common Stock | 07/18/2005 | | М | | 10,600 | А | \$ 26.29 | 88,141 | D | |
| Common Stock | 07/18/2005 | | S | | 10,600 | D | \$ 44.25 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 2,800 | А | \$ 26.29 | 80,341 | D | |
| Common Stock | 07/18/2005 | | S | | 2,800 | D | \$ 44.24 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 900 | А | \$ 26.29 | 78,441 | D | |
| Common Stock | 07/18/2005 | | S | | 900 | D | \$ 44.23 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 500 | А | \$ 26.29 | 78,041 | D | |
| Common Stock | 07/18/2005 | | S | | 500 | D | \$ 44.22 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 400 | А | \$ 26.29 | 77,941 | D | |
| Common Stock | 07/18/2005 | | S | | 400 | D | \$ 44.21 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 3,300 | А | \$ 26.29 | 80,841 | D | |
| Common Stock | 07/18/2005 | | S | | 3,300 | D | \$ 44.2 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 500 | А | \$ 26.29 | 78,041 | D | |
| Common Stock | 07/18/2005 | | S | | 500 | D | \$ 44.19 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 100 | А | \$ 26.29 | 77,641 | D | |
| Common Stock | 07/18/2005 | | S | | 100 | D | \$ 44.18 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 5,600 | А | 26.29 | 83,141 | D | |
| Common Stock | 07/18/2005 | | S | | 5,600 | D | \$ 44.15 | 77,541 | D | |
| Common Stock | 07/18/2005 | | М | | 400 | А | \$ 26.29 | 77,941 | D | |
| Common Stock | 07/18/2005 | | S | | 400 | D | \$ 44.14 | 77,541 | D | |

| Common Stock | 07/18/2005 | М | 500 | А | \$ 26.29 | 58,041 | D | |
|--------------|------------|---|-----|---|-------------|--------------------|---|--|
| Common Stock | 07/18/2005 | S | 500 | D | \$ 44.13 | 77,541 | D | |
| Common Stock | 07/18/2005 | М | 600 | А | \$ 26.29 | 78,141 | D | |
| Common Stock | 07/18/2005 | S | 600 | D | \$ 44.12 | 77,541 | D | |
| Common Stock | 07/18/2005 | М | 900 | А | \$ 26.29 | 78,441 | D | |
| Common Stock | 07/18/2005 | S | 900 | D | \$ 44.1 | 77,541 | D | |
| Common Stock | 07/18/2005 | М | 600 | А | \$ 26.29 | 78,141 | D | |
| Common Stock | 07/18/2005 | S | 600 | D | \$ 44.09 | 77,541 | D | |
| Common Stock | 07/18/2005 | М | 600 | А | \$ 26.29 | 78,141 | D | |
| Common Stock | 07/18/2005 | S | 600 | D | \$ 44.26 | 77,541 (<u>1)</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 SEC 1474 (9-02) 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

| | (<i>e.g.</i> , puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | |
|---|---|------------|---|------|---|--------------------------------------|--|-------------------------------------|--------------------|-------------------------------------|--|--------------------------------|------------|--|--|--------------------------------------|--|--|------------|
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code | | of E Secu Acq or E of (I | urities Juired (A) Disposed D) tr. 3, 4, | Expiration Date (Month/Day/Year) | | Expiration Date (Month/Day/Year) | | r) of Underlying Securities | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | Derivative Security (Instr. 5) | Derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | Beneficial |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | | Amount or Number of Shares | | (Instr. 4) | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | | М | | | 10,600 | (2) | 02/26/2012 | Common Stock | 10,600 | <u>(3)</u> | 219,618 | D | | | | | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | | М | | | 2,800 | (2) | 02/26/2012 | Common Stock | 2,800 | <u>(3)</u> | 216,818 | D | | | | | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | | М | | | 900 | (2) | 02/26/2012 | Common Stock | 900 | <u>(3)</u> | 215,918 | D | | | | | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | | М | | | 500 | <u>(2)</u> | 02/26/2012 | Common Stock | 500 | <u>(3)</u> | 215,418 | D | | | | | |

| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 400 | <u>(2)</u> | 02/26/2012 | Common Stock | 400 | <u>(3)</u> | 215,018 | D | |
|---|----------|------------|---|-------|------------|------------|-----------------|-------|------------|---------|---|--|
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 3,300 | <u>(2)</u> | 02/26/2012 | Common Stock | 3,300 | <u>(3)</u> | 211,718 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 500 | (2) | 02/26/2012 | Common Stock | 500 | <u>(3)</u> | 211,218 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 100 | (2) | 02/26/2012 | Common Stock | 100 | <u>(3)</u> | 211,118 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 5,600 | (2) | 02/26/2012 | Common Stock | 5,600 | <u>(3)</u> | 205,518 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 400 | (2) | 02/26/2012 | Common Stock | 400 | <u>(3)</u> | 205,118 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 500 | (2) | 02/26/2012 | Common Stock | 500 | <u>(3)</u> | 204,618 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 600 | (2) | 02/26/2012 | Common Stock | 600 | <u>(3)</u> | 204,018 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 900 | (2) | 02/26/2012 | Common Stock | 900 | <u>(3)</u> | 203,118 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 600 | (2) | 02/26/2012 | Common Stock | 600 | <u>(3)</u> | 202,518 | D | |
| Non- Qualified Stock Option (right to buy) | \$ 26.29 | 07/18/2005 | М | 600 | (2) | 02/26/2012 | Common Stock | 600 | <u>(3)</u> | 201,918 | D | |

Reporting Owners

| | Relationships | | | | | | | |
|--|---------------|--------------|--------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| COKE MICHAEL A C/O AMB PROPERTY CORPORATION PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | | | CFO & 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 77,541 securities beneficially owned, 39,408 securities are directly held (D); 25,355 securities are indirectly held (I) as co-trustee for Coke Family Trust U/A DTD 11/24/2003 and 12,778 securities are indirectly held (I) through a rabbi trust pursuant to the Amended and Restated AMB Nonqualified and Deferred Compensation Plan.
- (2) One-third of the shares subject to the option vest and become exerciseable annually on January 1. The shares vested fully on January 1, 2005.

(3) Not applicable.

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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