## FORM 4

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

OMB APPROVAL

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

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)												
1. Name and Address of Reporting Person ROBERTS JOHN T JR	2. Issuer Name an AMB PROPER			~ .	ol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) C/O AMB PROPERTY CORPORATION, PIER 1, BAY 1		3. Date of Earliest 7 11/28/2005	Transaction	(Mor	nth/Day/Y	ear)		X Officer (give title below) Other (specify below)  Executive VP				
(Street)		4. If Amendment, E	Date Origina	ıl File	ed(Month/Da	y/Year)		6. Individual or Joint/Group Filing(Che _X_ Form filed by One Reporting Person	ck Applicable L	ine)		
SAN FRANCISCO, CA 94111								Form filed by More than One Reporting Pers	on			
(City) (State)	(Zip)		Table I - N	on-D	erivative	Securit	ties Acqui	red, 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. Transac 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:	7. Nature of Indirect Beneficial Ownership		
		(iviolitii/Day/Tear)	Code	V	Amount	(A) or (D)	Price	(IIISU. 3 and 4)	or Indirect (I) (Instr. 4)			
Common Stock	11/28/2005		M		200	A	\$ 21	186,320	Ι	Family Trust		
Common Stock	11/28/2005		S		200	D	\$ 46.12	186,120	I	Family Trust		
Common Stock	11/28/2005		M		2,000	A	\$ 21	188,120	I	Family Trust		
Common Stock	11/28/2005		S		2,000	D	\$ 46.13	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		1,312	A	\$ 21	187,432	Ι	Family Trust		
Common Stock	11/28/2005		S		1,312	D	\$ 46.14	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		888	A	\$ 21.625	187,020	Ι	Family Trust		
Common Stock	11/28/2005		S		888	D	\$ 46.14	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		800	A	\$ 21.625	186,920	Ι	Family Trust		
Common Stock	11/28/2005		S		800	D	\$ 46.15	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		600	A	\$ 21.625	186,720	Ι	Family Trust		
Common Stock	11/28/2005		S		600	D	\$ 46.16	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		1,100	A	\$ 21.625	187,220	I	Family Trust		
Common Stock	11/28/2005		S		1,100	D	\$ 46.17	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		1,200	A	\$ 21.625	187,320	I	Family Trust		
Common Stock	11/28/2005		S		1,200	D	\$	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		100	A	\$ 21.625	186,220	I	Family Trust		
Common Stock	11/28/2005		S		100	D	\$ 46.19	186,120	Ι	Family Trust		
Common Stock	11/28/2005		M		2,000	A	\$ 21.625	188,120	Ι	Family Trust		
Common Stock	11/28/2005		S		2,000	D	<b>©</b>	186,120	I	Family Trust		

Common Stock	11/28/2005	М	1,400	A	\$ 21.625	187,520	I	Family Trust
Common Stock	11/28/2005	S	1,400	D	\$ 46.27	186,120	I	Family Trust
Common Stock	11/28/2005	М	1,700	A	\$ 21.625	187,820	I	Family Trust
Common Stock	11/28/2005	S	1,700	D	\$ 46.28	186,120	I	Family Trust
Common Stock	11/28/2005	М	700	A	\$ 21.625	186,820	I	Family Trust
Common Stock	11/28/2005	S	700	D	\$ 46.29	186,120	I	Family Trust
Common Stock	11/28/2005	М	200	A	\$ 21.625	186,320	I	Family Trust
Common Stock	11/28/2005	S	200	D	\$ 46.3	186,120	I	Family Trust
Common Stock	11/28/2005	М	1,700	A	\$ 21.625	187,820	I	Family Trust
Common Stock	11/28/2005	S	1,700	D	\$ 46.31	186,120 (1)	I	Family Trust

eminder: Report on a separate line for each class of securities beneficially owned directly	or indirectly.	
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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

emed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount | 8. Price of | 9. Number of | 10.

Derivative Security	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 Der Sect Acq (A) Disp of (I	ivative urities uired or posed D) tr. 3, 4,			te of Underlying Year) Securities		Securities Security Securities		Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$ 21	11/28/2005		M			200	(2)	11/24/2007	Common	200	(3)	447,516	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21	11/28/2005		M			2,000	(2)	11/24/2007	Common	2,000	(3)	445,516	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21	11/28/2005		М			1,312	<u>(2)</u>	11/24/2007	Common	1,312	(3)	444,204	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005		M			888	<u>(4)</u>	12/15/2008	Common	888	(3)	443,316	I	Family Trust

Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	800	<u>(4)</u>	12/15/2008	Common	800	(3)	442,516	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	600	<u>(4)</u>	12/15/2008	Common	600	(3)	441,916	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	1,100	(4)	12/15/2008	Common	1,100	(3)	440,816	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	1,200	(4)	12/15/2008	Common	1,200	(3)	439,616	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	100	<u>(4)</u>	12/15/2008	Common	100	(3)	439,516	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	2,000	<u>(4)</u>	12/15/2008	Common	2,000	(3)	437,516	I	Family Trust
Non- Qualified Stock Option (right to buy)		11/28/2005	M	1,400	<u>(4)</u>	12/15/2008	Common	1,400	<u>(3)</u>	436,116	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	1,700	(4)	12/15/2008	Common	1,700	(3)	434,416	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	700	(4)	12/15/2008	Common	700	(3)	433,716	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	M	200	<u>(4)</u>	12/15/2008	Common	200	<u>(3)</u>	433,516	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 21.625	11/28/2005	М	1,700	<u>(4)</u>	12/15/2008	Common	1,700	(3)	431,816	I	Family Trust

#### **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
ROBERTS JOHN T JR C/O AMB PROPERTY CORPORATION PIER 1, BAY 1 SAN FRANCISCO, CA 94111			Executive VP						

#### **Signatures**

/s/ Tamra Browne pusuant to a power of attorney dated 1/15/2003.	11/28/2005
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 186,120 securities beneficially owned, 152,856 are indirectly (I) owned through the Roberts Family Trust, 690 securities are indirectly held through custodial accounts for children and 32,574 securities are held indirectly (I) through a rabbi trust pursuant to the Amended and Restated AMB Nonqualified Deferred Compensation Plan.
- (2) One-fourth of the shares subject to the option vest and become exercisable annually on the anniversary of the grant date beginning November 24, 1997. The shares became fully vested on November 24, 2001.
- (3) Not applicable.
- (4) One-third of the shares subject to the option vest and become exerciseable annually on December 31. The shares vested fully on December 31, 2001.

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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