## 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 JAQUIER GUY F	2. Issuer Name an AMB PROPER				ol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) C/O AMB PROPERTY CORPORA  1, BAY 1	3. Date of Earliest 7 01/27/2006	Γransaction	(Mon	th/Day/Y	ear)	X Officer (give title below) Other (specify below)  Executive VP					
(Street)		4. If Amendment, D	Date Origina	l File	d(Month/Da	y/Year)		6. Individual or Joint/Group Filing(Che _X_ Form filed by One Reporting Person Form filed by More than One Reporting Pers		ine)	
SAN FRANCISCO, CA 94111 (City) (State)	(Zip)										
					erivative	Securit	ties Acqui	red, Disposed of, or Beneficially Ow			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		(A) or D	ities Acquired bisposed of (D) , 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price		(I) (Instr. 4)		
Common Stock	01/27/2006		M		3,200	A	\$ 23.375	49,402	I	Family Trust	
Common Stock	01/27/2006		S		3,200	D	\$ 51.43	46,202	I	Family Trust	
Common Stock	01/27/2006		M		700	A	\$ 23.375	46,902	I	Family Trust	
Common Stock	01/27/2006		S		700	D	\$ 51.55	46,202	I	Family Trust	
Common Stock	01/27/2006		M		200	A	\$ 23.375	46,402	I	Family Trust	
Common Stock	01/27/2006		S		200	D	\$ 51.57	46,202	I	Family Trust	
Common Stock	01/27/2006		M		100	A	\$ 23.375	46,302	I	Family Trust	
Common Stock	01/27/2006		S		100	D	\$ 51.59	46,202	I	Family Trust	
Common Stock	01/27/2006		M		400	A	\$ 23.375	46,602	I	Family Trust	
Common Stock	01/27/2006		S		400	D	\$ 51.61	46,202	I	Family Trust	
Common Stock	01/27/2006		M		100	A	\$ 23.375	46,302	I	Family Trust	
Common Stock	01/27/2006		S		100	D	\$ 51.62	46,202	I	Family Trust	
Common Stock	01/27/2006		M		2,300	A	\$ 23.375	48,502	I	Family Trust	
Common Stock	01/27/2006		S		2,300	D	\$ 51.64	46,202	I	Family Trust	
Common Stock	01/27/2006		M		1,300	A	\$ 23.375	47,502	I	Family Trust	
Common Stock	01/27/2006		S		1,300	D	\$ 51.69	46,202	I	Family Trust	
Common Stock	01/27/2006		M		100	A	\$ 23.375	46,302	I	Family Trust	
Common Stock	01/27/2006		S		100	D	\$ 51.7	46,202	I	Family Trust	
Common Stock	01/27/2006		M		100	A	\$ 23.375	46,302	I	Family Trust	
Common Stock	01/27/2006		S		100	D	\$ 51.71	46,202	I	Family Trust	

Common Stock	01/27/2006	M	200	A	\$ 23.375	46,402	I	Family Trust
Common Stock	01/27/2006	S	200	D	\$ 51.72	46,202	I	Family Trust
Common Stock	01/27/2006	М	1,200	A	\$ 23.375	47,402	I	Family Trust
Common Stock	01/27/2006	S	1,200	D	\$ 51.73	46,202	I	Family Trust
Common Stock	01/27/2006	M	4,200	A	\$ 23.375	50,402	I	Family Trust
Common Stock	01/27/2006	S	4,200		\$ 51.74	46,202	I	Family Trust
Common Stock	01/27/2006	M	1,000	A	\$ 23.375	47,202	I	Family Trust
Common Stock	01/27/2006	S	1,000	D	\$ 51.75	46,202	I	Family Trust
Common Stock	01/27/2006	M	800	A	\$ 23.375	47,002	I	Family Trust
Common Stock	01/27/2006	S	800	D	¢.	46,202 (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.

	1	1	. (4	e.g., puts	, cal	lls, w	arrants	, options, coi	nvertible secur	ities)		•	1		1
	2. Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution Date, if	Code	tion )	of Der Sect Acq (A) Disp of (I	ivative urities uired or bosed D) tr. 3, 4,	6. Date Exer Expiration I (Month/Day	Date	te of Underlying		8. Price of Derivative Security (Instr. 5)		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)	\$ 23.375	01/27/2006		M			3,200	(2)	06/20/2010	Common	3,200	<u>(3)</u>	495,287	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006		М			700	(2)	06/20/2010	Common	700	(3)	494,587	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006		М			200	(2)	06/20/2010	Common	200	(3)	494,387	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006		М			100	(2)	06/20/2010	Common	100	(3)	494,287	I	Family Trust

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Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	400	(2)	06/20/2010	Common	400	<u>(3)</u>	493,887	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	100	(2)	06/20/2010	Common	100	(3)	493,787	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	2,300	(2)	06/20/2010	Common	2,300	(3)	491,487	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	1,300	(2)	06/20/2010	Common	1,300	(3)	490,187	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	100	(2)	06/20/2010	Common	100	(3)	490,087	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	100	(2)	06/20/2010	Common	100	(3)	489,987	I	Family Trust
Non- Qualified Stock Option (right to buy)		01/27/2006	M	200	(2)	06/20/2010	Common	200	<u>(3)</u>	489,787	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	1,200	(2)	06/20/2010	Common	1,200	(3)	488,587	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	4,200	(2)	06/20/2010	Common	4,200	(3)	484,387	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	M	1,000	(2)	06/20/2010	Common	1,000	(3)	483,387	I	Family Trust
Non- Qualified Stock Option (right to buy)	\$ 23.375	01/27/2006	М	800	(2)	06/20/2010	Common	800	(3)	482,587	I	Family Trust

#### **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
JAQUIER GUY F 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	01/31/2000
**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 46,202 securities beneficially owned, 1,000 shares are indirectly held (I) in custodial accounts for reporting person's children, 22,083 shares are indirectly held (I) as a co-trustee for the Jaquier Family Trust, and 23,119 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 June 20, 2000. The shares became fully vested on June 20, 2004.
- (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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