## FORM 4

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

OMB APPROVAL
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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 Ty   | pe Response   | s)   |  |                                      |  |                    |  |  |                                 |   |   |   |   |                                       |  |                         |
|--|---|--|--|--------------------------------------|--|--------------------|--|--|---------------------------------|---|---|---|---|---------------------------------------|--|-------------------------|
| 1. Name and Address of Reporting Person * COLE DAVID A                 |   |  |  |                                      | 2. Issuer Name and Ticker or Trading Symbol AMB PROPERTY CORP [AMB]              |                    |  |  |                                 |   |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner                             |   |                                       |  |                         |
| (Last) (First) (Middle)<br>AMB PROPERTY CORPORATION,, PIER 1,<br>BAY 1 |   |  |  |                                      | 3. Date of Earliest Transaction (Month/Day/Year) 11/19/2008                      |                    |  |  |                                 |   | Office  | er (give title belo   | ow)   | Other (specify b                      | pelow)   |                         |
| (Street) SAN FRANCISCO, CA 94111                                       |   |  |  | 4. If                                | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |                    |  |  |                                 |   | 6. Individual or Joint/Group Filing(Check Applicable Line)  X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person |   |   |                                       |  |                         |
| (City) (State) (Zip)   |   |  |  |                                      | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                    |  |  |                                 |   |   |   |   |                                       |  |                         |
| 1.Title of Security<br>(Instr. 3)                                      |   | 2. Transaction<br>Date<br>(Month/Day/Year) | Exec   | Deemed cution Date, if               | f Coo  | Code<br>(Instr. 8) |  | (A) or Disposed of (Instr. 3, 4 and 5) |                                 | of (D)  | Beneficia<br>Reported   | nt of Securities<br>ally Owned Following<br>Transaction(s)  |   | Ownership<br>Form:                    | Beneficial                                     |                         |
|  |   |  |  | (Mon                                 | (Month/Day/Year)   |                    | ode  | V                                      | Amoun                           | (A)<br>or<br>(D)                                    | Price   | (Instr. 3 a   | str. 3 and 4)   |                                       | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Ownership<br>(Instr. 4) |
| Common   | Stock   |  | 11/19/2008                                   |                                      |  |                    | P  |  | 5,000                           | A   | \$<br>13.12<br>(1)  | 50,378  | <u>(2)</u>  |                                       | D  |                         |
| Reminder: 1  | Report on a s   | separate line fo                           |  | Deriv                                | rative Securi  | ties A             | cquir  | Person the                             | sons whatained if form disposed | no resp<br>in this f<br>splays<br>of, or B          | orm are<br>a curre  | e not requ<br>ntly valid  | OMB con   | formation<br>spond unle<br>trol numbe | ess  | 1474 (9-02)             |
| Security   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security |  | on 3A. Deemed<br>Execution Day<br>(Year) any | 4. Transaction Code Year) (Instr. 8) | 5.   |                    | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. T<br>Amo<br>Und<br>Seco      | Title and mount of inderlying ecurities nstr. 3 and | Derivative<br>Security<br>(Instr. 5)  | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s<br>(Instr. 4) | Owners<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire | Beneficia<br>Ownersh<br>(Instr. 4)    |  |                         |
|  |   |  |  |                                      | Code V   | (A)                | (D)  | Date<br>Exe                            | e<br>rcisable                   | Expirat<br>Date                                     | ion Title   | Amount<br>or<br>Number<br>of<br>Shares  |   |                                       |  |                         |

### **Reporting Owners**

|   | Relationships |              |         |       |  |  |
|---|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address  | Director      | 10%<br>Owner | Officer | Other |  |  |
| COLE DAVID A<br>AMB PROPERTY CORPORATION,<br>PIER 1, BAY 1<br>SAN FRANCISCO, CA 94111 | X             |              |         |       |  |  |

#### **Signatures**

| /s/ Tamra Browne pursuant to a power of attorney signed 5/8/2008. | 11/20/2008 |
|---|------------|
| **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) This is an aggregate weighted share purchase price. The price range for the purchase of these shares was \$12.80 \$13.33.
- Of the 50,378 shares beneficially owned, 34,729 shares are directly held (D) and 8,949 shares are indirectly (I) held through a rabbi trust pursuant to our nonqualified
- (2) deferred compensation plan. 6,700 shares of common stock are held through a custodial account for Mr. Cole's children, and he has disclaimed beneficial ownership of these securities.

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.