SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G Under the Securities Exchange Act of 1934 (Amendment No. 5)

TANGER FACTORY OUTLET CENTERS, INC.
(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE (Title of Class of Securities)

875465 10 6 (CUSIP Number)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosure provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP NO. 875465 10 6

1. Name of Reporting Person:

Stanley K. Tanger

- 2. Check the Appropriate Box if a Member of a Group
 - (a) |_|
 - (b) |_|
- 3. SEC Use Only
- 4. Citizenship or Place of Organization:

United States Citizen

Number of Shares Beneficially Owned by Each Reporting Person with:

- 5. Sole Voting Power: 3,454,601
- 6. Shared Voting Power:
- 7. Sole Dispositive Power: 3,454,601
- 8. Shared Dispositive Power:
- 9. Aggregate Amount Beneficially Owned by Each Reporting Person:

3,454,601

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares: $\mid _ \mid$
- 11. Percent of Class Represented by Amount in Row 9:

31.6%

12. Type of Reporting Person:

ΙN

Item 1(a) Name of Issuer:

Tanger Factory Outlet Centers, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

1400 West Northwood Street Greensboro, North Carolina 27408

Item 2(a) Name of Person Filing:

Stanley K. Tanger

Item 2(b) Address of Principal Business Office:

Tanger Factory Outlet Centers, Inc. 1400 West Northwood Street Greensboro, North Carolina 27408

Item 2(c) Citizenship:

United States

Item 2(d) Title of Class of Securities:

Common Stock, \$.01 par value

Item 2(e) CUSIP Number:

875464 10 6

- Item 3. Not applicable
- Item 4. Ownership

(a) Amount Beneficially Owned: 3,454,601. Stanley K. Tanger is the holder of record of 14,265 common shares of Tanger Factory Outlet Centers, Inc. and 268,000 exercisable options to buy Units of Tanger Properties Limited Partnership (which are convertible into 268,000 common shares of Tanger Factory Outlet Centers, Inc.). Tanger Family Limited Partnership is the holder of record of 139,031 common shares of Tanger Factory Outlet Centers, Inc. and 3,033,305 Units of Tanger Properties Limited Partnership, the operating partnership of Tanger Factory Outlet Centers, Inc. The 3,033,305 Units are convertible into 3,033,305 common shares of Tanger Factory Outlet Centers, Inc. Stanley K. Tanger is the sole general partner of Tanger Family Limited Partnership and may be deemed the beneficial owner of such partnership's holdings.

(b) Percent of Class: 31.6%

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- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 3,454,601
 - (ii) shared power to vote or to direct the vote:
 - (iii) sole power to dispose or to direct the disposition of: 3,454,601
 - (iv) shared power to dispose or to direct the disposition of:
- Item 5. Ownership of Five Percent or Less of a Class

Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Not applicable

Not applicable

Not applicable

Certification
Not applicable

Notice of Dissolution of Group

Identification and Classification of Members of the Group

Item 8.

Item 9.

Item 10.

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