

SAUL CENTERS INC

Form 4

December 12, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
COLLICH JOHN F

(Last) (First) (Middle)

7501 WISCONSIN AVENUE, 15TH
 FLOOR

(Street)

BETHESDA, MD 20814

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
 Symbol
SAUL CENTERS INC [BFS]

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/08/2016

4. If Amendment, Date Original
 Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)

Sr. VP-Acquisitions & Dev.

6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ Form filed by One Reporting Person
 ____ Form filed by More than One Reporting
 Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	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)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares				(A) or (D)	1,758.498 ⁽¹⁾	I	Wife
Common Shares					24,205.107 ⁽²⁾ ⁽³⁾	D	
Series C Preferred Stock					1,000	D	
Series C Preferred Stock	12/08/2016		A	100 A	\$ 25.2 4,100	I	Wife
	12/09/2016		A	618 A	4,718	I	Wife

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Series C
Preferred
Stock

\$
25.2

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option	\$ 41.82					05/13/2011 ⁽⁴⁾ 05/13/2021	Common Stock	7,650
Employee Stock Option	\$ 39.29					05/04/2012 ⁽⁴⁾ 05/04/2022	Common Stock	3,750
Employee Stock Option	\$ 44.42					05/10/2013 ⁽⁴⁾ 05/10/2023	Common Stock	10,000
Employee Stock Option	\$ 47.03					05/09/2014 ⁽⁴⁾ 05/09/2024	Common Stock	15,000
Employee Stock Option	\$ 51.07					05/08/2015 ⁽⁴⁾ 05/08/2025	Common Stock	20,000
Employee Stock Option	\$ 57.74					05/06/2016 ⁽⁴⁾ 05/06/2026	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLLICH JOHN F 7501 WISCONSIN AVENUE 15TH FLOOR BETHESDA, MD 20814			Sr. VP-Acquisitions & Dev.	

Signatures

Scott V. Schneider, by Power of Attorney

12/12/2016

__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) Balance increased by July 29, 2016 Dividend Reinvestment Plan award and October 31, 2016 award of 12.269 shares and 14.183 shares, respectively.
- (2) Balance increased by July 29, 2016 Dividend Reinvestment Plan award and October 31, 2016 award of 170.68 shares and 197.331 shares, respectively.
- (3) In the previously filed Form 4 on 7/11/16, the Indirect Ownership shares in the Wife's account were inadvertently included with the Direct Ownership. The balance is correct as stated in the current Form 4.
- (4) The options vest 25% per year over four years from the date of grant.

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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