COLLICH JOHN F

Form 4 May 10, 2005

FORM 4

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

OMB APPROVAL OMB

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obligations may continue.

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

FLOOR

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **COLLICH JOHN F** Issuer Symbol SAUL CENTERS INC [BFS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director

10% Owner Other (specify _X__ Officer (give title 7501 WISCONSIN AVENUE, 15TH 05/06/2005 below) Sr. Vice Pres-Retail Devel.

(Street) 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

BETHESDA, MD 20814

| (City) | (State) (| (Zip) Tabl | e I - Non-D | Perivative Securities A | cquired, Disposed | l of, or Benefic | ially Owned |
|--------------------------------------|--------------------------------------|---|--|--|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | 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 | | | | | 1,802.211 (3) | D | |
| Common Shares | | | | | 1,153.074 (2) | I | Wife |
| Common Shares | | | | | 206.771 (4) | I | Child-Alex |
| Common Shares | | | | | 670.513 <u>(5)</u> | I | Child-Alex |
| Common Shares | | | | | 206.771 (6) | I | Child-Eric |

Common Shares

630.041 (7) I

Child-Eric

(9-02)

Reminder: 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)

| 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. Transactio Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | ivative Expiration Date urities (Month/Day/Year) quired (A) Disposed of str. 3, 4, | | 7. Title and Amount Underlying Securitic (Instr. 3 and 4) | |
|---|---|---|---|--|---|--|--------------------|---|------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amou or Numb of Sha |
| Employee Stock Option | \$ 24.91 | | | | | 05/23/2004(1) | 05/23/2013 | Common Stock | 30,0 |
| Employee Stock Option | \$ 25.78 | | | | | 04/26/2004(1) | 04/26/2014 | Common Stock | 15,0 |
| Employee Stock Option | \$ 33.22 | 05/06/2005 | | A | 15,000 | 05/06/2005 <u>(1)</u> | 05/06/2015 | Common Stock | 15,0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|
| | Director | 10% Owner | Officer | Other | |

COLLICH JOHN F

7501 WISCONSIN AVENUE 15TH FLOOR

Sr. Vice Pres-Retail Devel.

BETHESDA, MD 20814

Signatures

Scott V. Schneider, by Power of

05/10/2005 Attorney

> **Signature of Reporting Person Date

2 Reporting Owners

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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) The option will vest 25% per year over four years from the date of grant.
- (2) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 13.553 shares and 13.675 shares, respectively.
- (3) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 21.182 shares and 21.373 shares, respectively.
- (4) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 2.430 shares and 2.452 shares, respectively.
- (5) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 7.881 shares and 7.952 shares, respectively.
- (6) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 2.430 shares and 2.452 shares, respectively.
- (7) Balance increased by January 31, 2005 and April 29, 2005 Dividend Reinvestment Plan awards of 7.405 shares and 7.472 shares, respectively.

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.