

COLLICH JOHN F
Form 5
February 10, 2011

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2010

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. Vice Pres-Retail Devel.

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common Shares | ^ | ^ | ^ | ^ ^ ^ | 1,449.145 ⁽³⁾ | I | Wife |
| Common Shares | ^ | ^ | ^ | ^ ^ ^ | 17,324.614 ⁽⁴⁾ | D | ^ |
| Series A Preferred Stock | ^ | ^ | ^ | ^ ^ ^ | 1,778.671 ⁽²⁾ | I | Wife |
| Series A Preferred | ^ | ^ | ^ | ^ ^ ^ | 816 ⁽⁵⁾ | D | ^ |

Stock

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

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(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option | \$ 24.91 | Â | Â | Â | Â Â | Date Exercisable: 05/23/2004 ⁽¹⁾ Expiration Date: 05/23/2013 | Common Stock | 6,473 |
| Employee Stock Option | \$ 24.91 | Â | Â | Â | Â Â | Date Exercisable: 05/23/2004 Expiration Date: 05/23/2013 | Common Stock | 2,185 |
| Employee Stock Option | \$ 25.78 | Â | Â | Â | Â Â | Date Exercisable: 04/26/2005 ⁽¹⁾ Expiration Date: 04/26/2014 | Common Stock | 3,750 |
| Employee Stock Option | \$ 33.22 | Â | Â | Â | Â Â | Date Exercisable: 05/06/2006 ⁽¹⁾ Expiration Date: 05/06/2015 | Common Stock | 3,000 |
| Employee Stock Option | \$ 54.17 | Â | Â | Â | Â Â | Date Exercisable: 04/27/2008 ⁽¹⁾ Expiration Date: 04/27/2017 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| COLLICH JOHN F 7501 WISCONSIN AVENUE 15TH FLOOR BETHESDA, MD 20814 | Â | Â | Â Sr. Vice Pres-Retail Devel. | Â |

Signatures

Scott V. Schneider, by Power of
Attorney

02/10/2011

__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) The options will vest 25% per year over four years from the date of grant.

(2) Balance increased by January 31, 2011 Dividend Reinvestment Plan award of 34.876 shares.

(3) Balance increased by April 30, 2010, July 30, 2010, October 29, 2010 and January 31, 2011 Dividend Reinvestment Plan awards of 12.909 shares, 12.331 shares, 11.804 shares, and 11.271 shares, respectively.

(4) Balance increased by April 30, 2010, July 30, 2010, October 29, 2010 and January 31, 2011 Dividend Reinvestment Plan awards of 97.755 shares, 93.381 shares, 94.495 shares, and 134.750 shares, respectively.

(5) Balance increased by January 31, 2011 Dividend Reinvestment Plan award of 16.000 shares.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.