

CAREY H AUGUSTUS

Form 4

March 06, 2013

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CAREY H AUGUSTUS

(Last) (First) (Middle)

1650 E. BUTLER PIKE

(Street)

AMBLER, PA 19002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

W. P. Carey Inc. [WPC]

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

03/04/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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) (A) or (D)	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
Stock

03/04/2013

A⁽¹⁾32,540
(1)

A

\$ 0
(1)

3,611,591

I

As
Co-Executor
of the Estate
of Wm. Polk
Carey ⁽²⁾

Common
Stock

7,114,735.3152 I

As
Co-Executor
of the Estate
of Wm. Polk
Carey ⁽³⁾

Common
Stock

115,252 D

Edgar Filing: CAREY H AUGUSTUS - Form 4

Common Stock	12,324	I	By Spouse
Common Stock	10,808	I	By Daughter
Common Stock	8,405.0143	I	By Self as UGMA Custodian for Daughter

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CAREY H AUGUSTUS 1650 E. BUTLER PIKE AMBLER, PA 19002	X

Signatures

/s/ H. Augustus
Carey 03/06/2013

**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) Represents the acquisition by the Estate of Wm. Polk Carey (the "Estate") of performance share units granted in January 2010 with a three year performance cycle.
- (2) This Common Stock is held in the Estate. The reporting person is the co-executor of the Estate, and disclaims beneficial ownership of this Common Stock except to the extent of his pecuniary interest.
- (3) This Common Stock is held by Wm. Polk Carey Estate, LLC, which is wholly-owned by the Estate. The reporting person is the co-executor of the Estate, and disclaims beneficial ownership of this Common Stock except to the extent of his pecuniary interest.

Remarks:

On December 3, 2012, the Reporting Person was deemed to beneficially own more than 10% of the Issuer's outstanding Common

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.