Kader Hisham A Form 4 February 06, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31,

2005 Estimated average

Expires:

burden hours per response...

0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

Common

Stock

1. Name and Address of Reporting Person * Kader Hisham A

2. Issuer Name and Ticker or Trading Symbol

W. P. Carey Inc. [WPC]

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

C/O W. P. CAREY INC., 50 ROCKEFELLER PLAZA

(Street)

(State)

02/04/2013

4. If Amendment, Date Original

02/04/2013

(Check all applicable)

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

5. Relationship of Reporting Person(s) to

Chief Accounting Officer

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

Issuer

X Form filed by One Reporting Person Form filed by More than One Reporting Person

NEW YORK, NY 10020

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Beneficially (D) or Owned Following (Instr. 4) Reported

Indirect Beneficial Indirect (I) Ownership (Instr. 4)

(A) Transaction(s) (Instr. 3 and 4) Amount (D) Price

(1)

Code V \$0

3,000 $A^{(1)}$ (1)

 $6,155 \stackrel{(2)}{=}$

D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: Kader Hisham A - Form 4

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|-------------------------------------|-------------------|------------|---------------------|-----------------------|-----------------|------------|-------------|-------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | /Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) (Instr. 8) Derivat | | Derivative | e | Securities | | (Instr. 5) | Bene | |
| | Derivative | | | | Securities | | | (Instr. 3 and 4 | | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | (Instr | |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date Exercisable | Expiration sable Date | of | | | |
| | | | | | | | | | Number | | |
| | | | | | | | | | | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kader Hisham A C/O W. P. CAREY INC. 50 ROCKEFELLER PLAZA NEW YORK, NY 10020

Chief Accounting Officer

Signatures

/s/ James A. Fitzgerald, Attorney-in-fact

02/06/2013

**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).
- Represents restricted share units ("RSUs") granted as part of the Issuer's 2009 Long Term Incentive Plan. These RSUs vest in three equal annual installments beginning on February 15, 2014 and ending on February 15, 2016 and are convertible on a one-for-one basis
- (1) equal annual installments beginning on February 15, 2014 and ending on February 15, 2016 and are convertible on a one-for-one basis into shares of the Issuer's Common Stock.
- (2) Includes 655.0218 shares previously acquired under the Issuer's Employee Stock Purchase Plan.

Remarks:

On September 28, 2012, W. P. Carey Inc. became the successor of W. P. Carey & Co. LLC pursuant to a merger. In the merg 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.

Reporting Owners 2