

URSTADT BIDDLE PROPERTIES INC
 Form 4
 May 08, 2014

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 *
 URSTADT CHARLES J

2. Issuer Name and Ticker or Trading Symbol
 URSTADT BIDDLE PROPERTIES INC [UBP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 2 PARK PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/07/2014

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

BRONXVILLE, NY 10708

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

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 01/17/2014 | | J ⁽¹⁾ | V 76 A \$ 15.836 | 4,208,955 ⁽³⁾ | I | See footnote ⁽⁴⁾ |
| Common Stock | 04/17/2014 | | J ⁽¹⁾ | V 69 A \$ 17.715 | 4,209,024 ⁽³⁾ | I | See footnote ⁽⁴⁾ |
| Common Stock | 05/07/2014 | | J ⁽²⁾ | 156,250 D \$ 0 | 4,052,774 ⁽³⁾ | I | See footnote ⁽⁴⁾ |
| Common Stock | 05/07/2014 | | J ⁽²⁾ | 156,250 A \$ 0 | 4,209,024 ⁽³⁾ | I | See footnote |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------|-------------|
| | Director | 10% Owner | Officer | Other |
| URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708 | X | X | Chairman | |
| URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708 | | | | Joint Filer |

Signatures

Charles J. Urstadt by Thomas D. Myers as
Attorney-in-Fact

05/08/2014

__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) Those shares of Common Stock of which Mr. Urstadt is the indirect beneficial owner, and which are owned by the trust established under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan of 2005 (the "Compensation Plan Trust"), are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 17, 2014 and April 17, 2014,

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dividends on these shares were paid and automatically reinvested by the Compensation Plan Trust in additional Common Stock for the benefit of Mr. Urstadt in the amount of 76,3870 shares and 69,2550 shares, respectively.

(2) Mr. Urstadt is the Chairman and a controlling shareholder of Urstadt Property Company, Inc., a Delaware corporation ("UPCO"). On May 7, 2014, Urstadt Realty Shares II L.P., a Delaware limited partnership of which UPCO is the general partner and Mr. Urstadt is the limited partner ("URS II"), made a distribution of 156,250 shares of Common Stock of the Issuer to Mr. Urstadt. This distribution had no effect on Mr. Urstadt's beneficial ownership of Common Stock of the Issuer.

(3) This figure includes 425,000 restricted shares of Common Stock issued pursuant to the Issuer's Restricted Stock Award Plan, all of which are held by URS II, as reported on previously filed forms 4 and 5.

(4) Mr. Urstadt is the direct beneficial owner of 685,993 shares of Common Stock of the Issuer and the indirect beneficial owner of 3,523,031 shares held as follows: 430,721 shares by URS II (including the restricted shares referenced in Footnote (3)), 883,185 shares by UPCO, 41,050 shares by Elinor Urstadt, Mr. Urstadt's wife, 5,644 shares by the Compensation Plan Trust for the benefit of Mr. Urstadt, 1,942,431 shares by Urstadt Realty Associates Co LP, a Delaware limited partnership, of which UPCO is the general partner and Mr. Urstadt, Mrs. Urstadt, the Catherine U. Biddle Irrevocable Trust and the Charles D. Urstadt Irrevocable Trust (for each of which trusts Mr. Urstadt is the sole trustee) are the limited partners, and 220,000 shares by the Charles J. Urstadt 2012 Family Trust (the "Family Trust") of which Elinor Urstadt, is a beneficiary and co-trustee. Mr. Urstadt disclaims beneficial ownership of any shares held by the Family Trust.

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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