

URSTADT BIDDLE PROPERTIES INC
 Form 4
 January 04, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average 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 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)
 12/31/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board and CEO

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|---|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/31/2010 | | J ⁽¹⁾ | | 7,320 | D | \$ 0 | 3,420,952 | I | See Footnote (6) |
| Common Stock | 12/31/2010 | | J ⁽¹⁾ | | 7,320 | A | \$ 0 | 3,428,272 | I | See Footnote (6) |
| Common Stock | 01/03/2011 | | J ⁽²⁾ | | 65,000 | D | \$ 0 | 3,363,272 | I | See Footnote (6) |
| Common Stock | 01/03/2011 | | J ⁽²⁾ | | 65,000 | A | \$ 0 | 3,428,272 | I | See Footnote |

| | | | | | | | | | |
|--------------|------------|--|------------------------|--------|---|------|--------------------------|---|-------------------------|
| Common Stock | 01/03/2011 | | <u>J⁽³⁾</u> | 75,000 | A | \$ 0 | 3,503,272 | I | (6) See Footnote (6) |
| Common Stock | 01/03/2011 | | <u>J⁽⁴⁾</u> | 82,320 | D | \$ 0 | 3,420,952 | I | (6) See Footnote (6) |
| Common Stock | 01/03/2011 | | <u>J⁽⁴⁾</u> | 175 | D | \$ 0 | 3,420,777 | I | (6) See Footnote (6) |
| Common Stock | 01/03/2011 | | <u>J⁽⁴⁾</u> | 82,495 | A | \$ 0 | 3,503,272 ⁽⁵⁾ | I | (6) See Footnote (6) |

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

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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 Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | 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 |
| URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708 | X | X | Chairman of the Board and CEO | |
| | | | | Joint Filer |

URSTADT PROPERTY CO INC
2 PARK PLACE
BRONXVILLE, NY 10708

Signatures

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

01/04/2011

**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) On December 31, 2010, the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan (the "Plan") dated 1/1/2000 distributed 7,320 shares of Common Stock to Charles J. Urstadt (the "Reporting Person"), a participant in the Plan. This resulted in no change in the number of shares beneficially owned by the Reporting Person.

(2) On January 3, 2011, restrictions applicable to a previously reported grant of 65,000 restricted shares of Common Stock held by Urstadt Realty Shares II L.P. ("URS II"), a Delaware limited partnership of which Mr. Urstadt is the limited partner and Urstadt Property Company, Inc. (a Delaware corporation of which Mr. Urstadt is a controlling shareholder) ("UPCO") is the general partner, lapsed resulting in URS II becoming fully vested in such shares. This resulted in no change in the number of shares held by URS II or in the number of shares beneficially owned by the Reporting Person. On the same date, these shares were transferred from URS II to Charles J. Urstadt. This resulted in no change in the number of shares beneficially owned by the Reporting Person.

(3) On January 3, 2011, the Issuer entered into an agreement with the Reporting Person whereby the Reporting Person was granted a restricted stock award of 75,000 shares of Common Stock pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Award Plan").

(4) Pursuant to an agreement dated January 3, 2011 between UPCO, as general partner of URS II, and Mr. Urstadt, as limited partner of URS II, UPCO and Mr. Urstadt each transferred Common Stock of the Issuer to URS II in amounts of 175 shares and 82,320 shares, respectively. These contributions had no effect on Mr. Urstadt's beneficial ownership of Common Stock of the Issuer.

(5) This figure includes 501,250 restricted shares of Common Stock issued pursuant to the Restricted Stock Award Plan, which, after the transactions reported on this Form 4, are owned by URS II.

(6) After the transactions reported herein, Mr. Urstadt is the direct beneficial owner of 65,000 shares of Common Stock. In addition, he is the indirect beneficial owner of 3,438,272 shares of Common Stock, of which 950,798 shares of Common Stock are held by URS II (including the 501,250 restricted shares referenced in footnote (4)), 550,038 shares of Common Stock are held by UPCO, 31,050 shares of Common Stock are held by Elinor Urstadt, Mr. Urstadt's wife, 3,955 shares of Common Stock are held by the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan for the benefit of Mr. Urstadt, and 1,902,431 shares of Common Stock are held 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.

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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