

URSTADT BIDDLE PROPERTIES INC
 Form 4
 May 24, 2011

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 [UBA]

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)
 05/20/2011

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)
Class A Common Stock	05/20/2011		P	(A) 100,000 (1)	\$ 18.41 386,425 (2)	I	See Footnote (3)
Class A Common Stock	05/20/2011		S	(D) 100,000 (1)	\$ 18.41 286,425 (2)	I	See Footnote (3)

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

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Reporting Owners

Reporting Owner Name / Address	Relationships				Amount or Number of Shares
	Director	10% Owner	Officer	Other	
URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708	X	X	Chairman of the Board and CEO		
URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708				Joint Filer	

Signatures

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

05/24/2011

**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 May 20, 2011, Urstadt Property Company, Inc., a Delaware corporation of which Mr. Urstadt is a controlling shareholder ("UPCO"), purchased 100,000 shares of Class A Common Stock from the Urstadt Conservation Foundation (the "Foundation"), of which Mr. Urstadt and Elinor F. Urstadt, his wife, are the sole trustees. This transaction results in the Foundation no longer owning any shares of Class A Common Stock. Since the Foundation is a 501(c)(3) organization, Mr. Urstadt has disclaimed any beneficial interest in the shares owned by the Foundation and future acquisitions by the Foundation of stock of the Issuer will not be reported on Forms 4.
- (2) This figure includes 35,000 restricted shares of Class A Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan.

- (3) Mr. Urstadt is the direct beneficial owner of 130,050 shares of Class A Common Stock, including 35,000 restricted shares noted in Footnote 2. He is the indirect beneficial owner of 156,375 shares of Class A Common Stock, of which 10,000 shares are owned of record by Elinor F. Urstadt, 106,375 shares are owned by UPCO, and 40,000 shares are held of record 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.

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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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