

URSTADT BIDDLE PROPERTIES INC  
Form 4  
January 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 [UBP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
01/20/2011

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

2 PARK PLACE  
(Street)

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

BRONXVILLE, NY 10708  
(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 (D) Price  |   |  |                                   |
| Common Stock                    | 01/20/2011                           |  | J/K                            | 3,625 (1) A \$ 0  | 3,506,897 (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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SEC 1474 (9-02)

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

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| 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. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

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

## Signatures

Charles J. Urstadt by Thomas D. Myers as  
Attorney-in-Fact  
Date: 01/24/2011

\_\_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 January 20, 2011, Urstadt Property Company, Inc. ("UPCO"), a Delaware corporation of which Charles J. Urstadt, the Reporting Person, is a controlling shareholder, completed an equity swap (the "Equity Swap") of 3,625 shares of Class A Common Stock of the Issuer for 3,625 shares of Common Stock of the Issuer with Mr. E. Virgil Conway, a Director of the Issuer, by acquiring 3,625 shares of Common Stock pursuant to the Equity Swap.
- (2) This figure includes 501,250 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan, which are held by Urstadt Realty Shares II, L.P., a Delaware limited partnership of which Mr. Urstadt is the limited partner and UPCO is the general partner.
- (3) Mr. Urstadt is the direct beneficial owner of 65,000 shares of Common Stock. In addition, he is the indirect beneficial owner of 3,441,897 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 (2)), 553,663 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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