

URSTADT BIDDLE PROPERTIES INC
Form 4
December 20, 2012

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 *
BIDDLE WILLING L

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)
53 ELMWOOD ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/17/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

SOUTH SALEM, NY 10590

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	12/17/2012		J	V	270,000 (1)	D	\$ 0	2,127,365 (4)	I	See footnote (5)
Common Stock	12/17/2012		J	V	270,000 (1)	A	\$ 0	2,397,365 (4)	I	See footnote (5)
Common Stock	12/20/2012		J	V	270,000 (2)	D	\$ 0	2,127,365 (4)	I	See footnote (5)
Common Stock	12/20/2012		J	V	270,000 (2)	A	\$ 0	2,397,365 (4)	I	See footnote

Common Stock	12/20/2012		J	V	270,000 (3)	D	\$ 0	2,127,365 (4)	I	(5) See footnote (5)
Common Stock	12/20/2012		J	V	270,000 (3)	A	\$ 0	2,397,365 (4)	I	(5) See footnote (5)

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 Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIDDLE WILLING L 53 ELMWOOD ROAD SOUTH SALEM, NY 10590	X	X	President and COO	

Signatures

Willing L. Biddle, by Thomas D. Myers as
Attorney-in-Fact

12/20/2012

__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 17, 2012, Mr. Biddle transferred 270,000 shares of Common Stock to his wife, Catherine U. Biddle. This resulted in no change in the number of shares reported as beneficially owned by Mr. Biddle.
- On December 20, 2012, Mr. Biddle transferred 270,000 shares of Common Stock to The Willing L. Biddle 2012 Dynasty Trust (the "WLB Dynasty Trust") of which Elinor P. Biddle and Dana C. Biddle, Mr. Biddle's daughters, are the beneficiaries, and Mr. Biddle is the trustee. This resulted in no change in the number of shares reported as beneficially owned by Mr. Biddle.
- (3) On December 20, 2012, Catherine U. Biddle transferred 270,000 shares of Common Stock to The Catherine U. Biddle Dynasty Trust (the "CUB Dynasty Trust") of which Elinor P. Biddle and Dana C. Biddle, Mrs. Biddle's daughters, are the beneficiaries, and Catherine U. Biddle is the trustee. This resulted in no change in the number of shares reported as beneficially owned by Mr. Biddle.
- (4) This figure includes 937,500 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan.
- Mr. Biddle is the direct beneficial owner of 1,817,245 shares of Common Stock, including 937,500 restricted shares noted in Footnote 4. He also is the indirect beneficial owner of 580,120 shares of Common Stock, of which 270,000 shares are owned by each of the WLB Dynasty Trust and the CUB Dynasty Trust, 3,368 shares are owned by the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plans of 2000 and 2005, 2,307 shares are owned by the Willing L. Biddle IRA for the benefit of Mr. Biddle, 5,163 shares are owned by the P.T. Biddle (Deceased) IRA for the benefit of Willing Biddle, 27,657 shares are owned beneficially and of record by Catherine U. Biddle, 555 shares are owned by the Catherine U. Biddle IRA for the benefit of Catherine U. Biddle, and 1,070 shares are owned by the Charles and Phoebe Biddle Trust UAD 12/20/93 for the benefit of the Issue of Mr. Biddle (the "Biddle Trust"). Mr. Biddle and Charles J. Urstadt are the sole trustees of the Biddle Trust.
- (5)

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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