

URSTADT BIDDLE PROPERTIES INC
 Form 4
 March 25, 2013

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)
01/18/2013

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

SOUTH SALEM, NY 10590
 (City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 01/18/2013 | | J | V 28 (1) A | \$ 18.36 2,497,393 (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 | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BIDDLE WILLING L 53 ELMWOOD ROAD SOUTH SALEM, NY 10590 | X | X | President and COO | |

Signatures

Willing L. Biddle 03/25/2013

**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. Biddle is the indirect beneficial owner and which are owned by two Trusts Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plans of 2000 and 2005 (the "Compensation Plan Trusts") are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 18, 2013, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Biddle in the amount of 28,2011 shares.
- (2) This figure includes 943,750 restricted shares of Common Stock issued pursuant to the Issuers Amended and Restated Restricted Stock Award Plan.
- (3) Mr. Biddle is the direct beneficial owner of 1,918,321 shares of Common Stock, including the shares noted in Footnote 2. He is the indirect beneficial owner of 579,072 shares of Common Stock held as follows: 270,000 shares by each of the Willing L. Biddle Dynasty Trust ("WLB Trust") and the Catherine U. Biddle Dynasty Trust ("CUB Trust"), of which the issue of Mr. Biddle are the beneficiaries and Mr. Biddle and Catherine Biddle, his wife, respectively, are the trustees, 2,320 shares by the Compensation Plan Trusts, 2,307 shares by Mr. Biddle's IRA, 5,163 shares by the P.T. Biddle (Dec'd) IRA for benefit of Mr. Biddle, 27,657 shares by Mr. Biddle's wife, 555 shares by his wife's IRA, and 1,070 shares by the Chas. and Phoebe Biddle Trust for benefit of the Issue of Mr. Biddle (the "Biddle Trust"). Mr. Biddle and C. J. Urstadt are sole trustees of the Biddle Trust. Mr. Biddle disclaims beneficial ownership of shares held by the CUB Trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.