

URSTADT BIDDLE PROPERTIES INC
Form 4
June 29, 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)
06/27/2011

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or (D) Price | | |
| Common Stock | 01/21/2011 | | J | | 13,022 (1) \$ 16.245 | 3,519,919 (7) I | See footnote (8) |
| Common Stock | 01/21/2011 | | J | | 54 (2) \$ 16.245 | 3,519,973 (7) I | See footnote (8) |
| Common Stock | 04/15/2011 | | J | | 13,246 (1) \$ 16.186 | 3,533,219 (7) I | See footnote (8) |
| Common Stock | 04/15/2011 | | J | | 55 (2) \$ 16.186 | 3,533,274 (7) I | See footnote |

| | | | | | | | | (8) |
|--------------|------------|-----|----------------|---|------|---------------|---|------------------|
| Common Stock | 06/27/2011 | J/K | 95,050 (3) | A | \$ 0 | 3,628,324 (7) | I | See footnote (8) |
| Common Stock | 06/27/2011 | J/K | 10,000 (4) | A | \$ 0 | 3,638,324 (7) | I | See footnote (8) |
| Common Stock | 06/27/2011 | J/K | 106,375 (5) | A | \$ 0 | 3,744,699 (7) | I | See footnote (8) |
| Common Stock | 06/27/2011 | J/K | 40,000 (6) | A | \$ 0 | 3,784,699 (7) | I | See footnote (8) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Other |
|---|---------------|-----------|-------------------------------|--|-------------|
| | Director | 10% Owner | Officer | | |
| 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

URSTADT REALTY ASSOCIATES CO LP
2 PARK PLACE
BRONXVILLE, NY 10708

Joint Filer

Signatures

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

06/29/2011

__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) Those shares of Common Stock of which Mr. Urstadt is the indirect beneficial owner and which are owned 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, are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 21, 2011 and April 15, 2011, dividends on these shares were paid and automatically reinvested in additional Common Stock in the amounts of 13,021.6509 shares and 13,246.4158 shares, respectively.

(2) Those shares of Common Stock of which Mr. Urstadt is the indirect beneficial owner, and which are owned by the trust established under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan of 2005 (the "Compensation Plan Trust"), are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 21, 2011 and April 15, 2011, dividends on these shares were paid and automatically reinvested by the Compensation Plan Trust in additional Common Stock for the benefit of Mr. Urstadt in the amounts of 54.1602 shares and 55.1021 shares, respectively.

(3) On June 27, 2011, Charles J. Urstadt, the Reporting Person, completed an equity swap (the "CJU Equity Swap") of 95,050 shares of Class A Common Stock of the Issuer for 95,050 shares of Common Stock of the Issuer with third parties unrelated to the Issuer by acquiring 95,050 shares of Common Stock pursuant to the CJU Equity Swap.

(4) On June 27, 2011, Elinor F. Urstadt, the Reporting Person's wife, completed an equity swap (the "EFU Equity Swap") of 10,000 shares of Class A Common Stock of the Issuer for 10,000 shares of Common Stock of the Issuer with a third party unrelated to the Issuer by acquiring 10,000 shares of Common Stock pursuant to the EFU Equity Swap.

(5) On June 27, 2011, UPCO completed an equity swap (the "UPCO Equity Swap") of 106,375 shares of Class A Common Stock of the Issuer for 106,375 shares of Common Stock of the Issuer with third parties unrelated to the Issuer by acquiring 106,375 shares of Common Stock pursuant to the UPCO Equity Swap.

(6) On June 27, 2011, Urstadt Realty Associates Co LP ("URACO"), 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, completed an equity swap (the "URACO Equity Swap") of 40,000 shares of Class A Common Stock of the Issuer for 40,000 shares of Common Stock of the Issuer with a third party unrelated to the Issuer by acquiring 40,000 shares of Common Stock pursuant to the URACO Equity Swap.

(7) This figure includes 501,250 restricted shares of Common Stock that were issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan, and which are held by URS II, as reported on previously filed Forms 4 and 5.

(8) After the transactions reported on this Form 4, Mr. Urstadt is the direct beneficial owner of 160,050 shares of Common Stock of the Issuer. In addition, he is the indirect beneficial owner of 3,624,649 shares of Common Stock, of which 977,066 shares of Common Stock are held by URS II (including the 501,250 restricted shares referenced in Footnote (7)), 660,038 shares of Common Stock are held by UPCO, 41,050 shares of Common Stock are held by Elinor Urstadt, Mr. Urstadt's wife, 4,064 shares of Common Stock are held by the Compensation Plan Trust for the benefit of Mr. Urstadt and 1,942,431 shares of Common Stock are held by URACO.

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.