

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 [UBA]

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 | | | |
| Class A Common Stock | 01/20/2011 | | J/K | 3,625 (1) D \$ 0 | 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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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. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

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

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, initiated 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 disposing of 3,625 shares of Class A Common Stock pursuant to the Equity Swap.

(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.

Mr. Urstadt is direct beneficial owner of 130,050 shares of Class A Common Stock, including 35,000 restricted shares noted in Footnote 2. He is 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, Mr. Urstadt's wife, 6,375 shares are owned by UPCO, 40,000 shares are held of record by Urstadt Realty Associates Co LP, a

(3) 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, and 100,000 shares are held of record by the Urstadt Conservation Foundation (the "Foundation"), of which Mr. Urstadt and Mrs. Urstadt are sole trustees. Mr. Urstadt disclaims beneficial ownership of shares owned by the Foundation.

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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