

URSTADT BIDDLE PROPERTIES INC
Form 4
March 13, 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 *
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)
03/11/2013

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)	(A) or (D)	5. Amount or Price	6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Ownership (Instr. 4)	
Common Stock	01/18/2013		J(1)	54	A	\$ 18.36	4,157,819 (4)	I	See footnote (5)
Common Stock	03/11/2013		J(2)	758	D	\$ 0	4,157,061 (4)	I	See footnote (5)
Common Stock	03/11/2013		J(2)	758	A	\$ 0	4,157,819 (4)	I	See footnote (5)
Common Stock	03/12/2013		J(3)	75,000	D	\$ 0	4,082,819 (4)	I	See footnote

Common Stock	03/12/2013	J ⁽³⁾	75,000	A	\$ 0	4,157,819 ⁽⁴⁾	I	(5) See footnote (5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	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

03/13/2013

__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. 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 18, 2013, 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 amount of 54.0492 shares.

(2) On March 11, 2013, 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, transferred 758 Common shares to UPCO. This resulted in no change in the number of shares beneficially owned by the Reporting Person.

(3) On March 12, 2013, URS II transferred 75,000 Common shares to Mr. Urstadt. This resulted in no change in the number of shares beneficially owned by the Reporting Person.

(4) This figure includes 531,250 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Plan"), all of which are held by URS II, as reported on previously filed Forms 4 and 5.

(5) After all of the transactions reported on this Form 4, Mr. Urstadt is the direct beneficial owner of 529,743 shares of Common Stock of the Issuer and the indirect beneficial owner of 3,628,076 shares held as follows: 536,466 shares by URS II (including the restricted shares referenced in footnote 4), 883,690 shares by UPCO, 41,050 shares by Elinor Urstadt, Mr. Urstadt's wife, 4,439 shares by the Compensation Plan Trust, 1,942,431 shares by Urstadt Realty Associates Co LP, a Delaware limited partnership, of which UPCO is the general partner and Mr. 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 220,000 shares by the Charles J. Urstadt Family Trust (the "Family Trust"), of which Elinor Urstadt is a beneficiary and co-trustee. Mr. Urstadt disclaims beneficial ownership of any shares held by the Family Trust.

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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