

URSTADT PROPERTY CO INC
Form 4
January 05, 2010

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)
12/31/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board and CEO

BRONXVILLE, NY 10708
(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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------------------------|---|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/31/2009 | | J ⁽¹⁾ | | 7,944 | D | \$ 0 | 3,280,342 | I | See Footnote (5) |
| Common Stock | 12/31/2009 | | J ⁽¹⁾ | | 7,944 | A | \$ 0 | 3,288,286 | I | See Footnote (5) |
| Common Stock | 01/04/2010 | | J ⁽²⁾ | | 75,000 | A | \$ 0 | 3,363,286 ⁽³⁾ | I | See Footnote (5) |
| Common Stock | 01/04/2010 | | J ⁽⁴⁾ | | 82,944 | D | ⁽⁴⁾ | 3,280,342 | I | See Footnote |

| | | | | | | | | |
|--------------|------------|------------------|--------|---|-----|-----------|-------|-------------------------|
| Common Stock | 01/04/2010 | J ⁽⁴⁾ | 838 | D | (4) | 3,279,504 | I | (5) See Footnote (5) |
| Common Stock | 01/04/2010 | J ⁽⁴⁾ | 83,782 | A | (4) | 3,363,286 | (3) 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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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

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 | | |
| URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708 | | | | | Joint Filer |

Signatures

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

01/05/2010

**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 31, 2009, the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan (the "Plan") dated 1/1/2000 distributed 7,944 shares of Common Stock to Charles J. Urstadt (the "Reporting Person"), a participant in the Plan. This resulted in no change in the number of shares beneficially owned by the Reporting Person.

(2) On January 4, 2010, the Issuer entered into an agreement with the Reporting Person whereby the Reporting Person was granted a restricted stock award of 75,000 shares of Common Stock pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Award Plan").

(3) This figure includes 491,250 restricted shares of Common Stock issued pursuant to the Restricted Stock Award Plan, which, after the transactions reported on this Form 4, 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. On January 4, 2010, restrictions applicable to a previously reported grant of 15,000 restricted shares of Common Stock held by URS II lapsed resulting in URS II becoming fully vested in such shares. This resulted in no change in the number of shares held by URS II or in the number of shares beneficially owned by the Reporting Person.

(4) Pursuant to an agreement dated January 4, 2010 between UPCO, as general partner of URS II, and Mr. Urstadt, as limited partner of URS II, UPCO and Mr. Urstadt each transferred Common Stock of the Issuer to URS II in amounts of 838 shares and 82,944 shares, respectively. These contributions had no effect on Mr. Urstadt's beneficial ownership of Common Stock of the Issuer.

(5) Mr. Urstadt individually is not the direct beneficial owner of any shares of Common Stock of the Issuer, but when aggregating 880,620 shares of Common Stock held by URS II (including the 491,250 restricted shares referenced in footnote (3)), 549,713 shares of Common Stock held by UPCO, 21,300 shares of Common Stock held by Elinor Urstadt, Mr. Urstadt's wife, 10,647 shares of Common Stock held by the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan for the benefit of Mr. Urstadt, and 1,901,006 shares of Common Stock held by Urstadt Realty Associates Co LP, 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, results in Mr. Urstadt owning 3,363,286 shares of Common Stock.

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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