

URSTADT BIDDLE PROPERTIES INC  
 Form 4  
 May 24, 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 [UBA]

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)  
 05/20/2011

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Class A Common Stock            | 05/20/2011                           |  | P                              | (A) Amount 100,000 (1)  | \$ 18.41 386,425 (2)  | I  | See Footnote (3)                  |
| Class A Common Stock            | 05/20/2011                           |  | S                              | (D) Amount 100,000 (1)  | \$ 18.41 286,425 (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)

| 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       |
| URSTADT CHARLES J<br>2 PARK PLACE<br>BRONXVILLE, NY 10708       | X             | X         | Chairman of the Board and CEO |             |
| URSTADT PROPERTY CO INC<br>2 PARK PLACE<br>BRONXVILLE, NY 10708 |               |           |                               | Joint Filer |

## Signatures

Charles J. Urstadt by Thomas D. Myers as  
Attorney-in-Fact  
\*\*Signature of Reporting Person  
05/24/2011  
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 May 20, 2011, Urstadt Property Company, Inc., a Delaware corporation of which Mr. Urstadt is a controlling shareholder ("UPCO"), purchased 100,000 shares of Class A Common Stock from the Urstadt Conservation Foundation (the "Foundation"), of which Mr. Urstadt and Elinor F. Urstadt, his wife, are the sole trustees. This transaction results in the Foundation no longer owning any shares of Class A Common Stock. Since the Foundation is a 501(c)(3) organization, Mr. Urstadt has disclaimed any beneficial interest in the shares owned by the Foundation and future acquisitions by the Foundation of stock of the Issuer will not be reported on Forms 4.
- (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.

- (3) Mr. Urstadt is the direct beneficial owner of 130,050 shares of Class A Common Stock, including 35,000 restricted shares noted in Footnote 2. He is the 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, 106,375 shares are owned by UPCO, and 40,000 shares are held of record 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.

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