

URSTADT BIDDLE PROPERTIES INC
Form 4
January 05, 2015

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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)
12/31/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 12/31/2014 | | J ⁽¹⁾ | 1,504 D | \$ 0 4,207,659 | I | See footnote ⁽⁴⁾ |
| Common Stock | 12/31/2014 | | J ⁽¹⁾ | 1,504 A | \$ 0 4,209,163 | I | See footnote ⁽⁴⁾ |
| Common Stock | 01/02/2015 | | J ⁽²⁾ | 50,000 A | \$ 0 4,259,163 ⁽³⁾ | I | See footnote ⁽⁴⁾ |

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

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number.

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 Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------|-------|
| | Director | 10% Owner | Officer | Other |
| URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708 | X | X | Chairman | |

Signatures

Charles J. Urstadt by Thomas D. Myers as
Attorney-in-Fact 01/05/2015

____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, 2014, the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan of 2005 ("Compensation Plan Trust") made a required distribution of 1,504 shares of Common Stock to Charles J. Urstadt (the "Reporting Person"), a participant in the Deferred Compensation Plan. This resulted in no change in the number of shares beneficially owned by the Reporting Person.
- (2) On January 2, 2015, the Issuer entered into an agreement with the Reporting Person, whereby the Reporting Person was granted 50,000 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 325,000 restricted shares of Common Stock issued pursuant to the Issuer's Restricted Stock Award Plan, of which 50,000 shares are held by Mr. Urstadt and 275,000 shares are held by Urstadt Realty Shares II L.P. ("URS II"), as reported on previously filed Forms 4 and 5. URS II is a Delaware limited partnership of which Urstadt Property Company, Inc., a Delaware corporation of which Mr. Urstadt is Chairman and a controlling shareholder ("UPCO"), is the general partner and Mr. Urstadt is the limited partner. On January 3, 2015 and January 4, 2015, restrictions applicable to previously reported grants of 75,000 shares each 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 beneficially owned by the Reporting Person.

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- (4) Mr. Urstadt is the direct beneficial owner of 737,497 shares of Common Stock of the Issuer and the indirect beneficial owner of 3,521,666 shares held as follows: 430,721 shares by URS II (including the restricted shares referenced in footnote 3), 883,185 shares by UPCO, 41,050 shares by Elinor Urstadt, Mr. Urstadt's wife, 4,279 shares by the Compensation Plan Trust for the benefit of Mr. Urstadt, 1,942,431 shares by Urstadt Realty Associates Co LP ("URACO"), and 220,000 shares by the Charles J. Urstadt 2012 Family Trust ("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. 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.