URSTADT BIDDLE PROPERTIES INC

Form 4

January 25, 2016

FORM 4

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

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

OMB APPROVAL	
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(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) __X__ Director __X__ 10% Owner __X__ Officer (give title _____) ___ Other (specify below) Chairman
(Last) (First) (Middle) 2 PARK PLACE	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2016	
(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 _X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/25/2016		J [(1)]		50,000	D	$ 0	4,259,502 [(2)]	I	See footnote [(3)]
Common Stock	01/25/2016		J [(1)]		50,000	A	$ 0	4,309,502 [(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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(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. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708	X	X	Chairman	
URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708				Joint Filer

Signatures

Charles J. Urstadt by Thomas D. Myers as Attorney-in-Fact	01/25/2016
**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) Pursuant to an agreement between Mr. Urstadt and Urstadt Property Company, Inc., a Delaware corporation of which Mr. Urstadt is Chairman and a controlling shareholder ("UPCO"), as general partner of Urstadt Realty Shares II L.P., a Delaware limited partnership of which UPCO is the general partner and Mr. Urstadt is the limited partner ("URS II"), Mr. Urstadt transferred 50,000 shares of Common Stock of the Issuer to URS II. This resulted in no change in the number of Common shares beneficially owned by Mr. Urstadt.

(2) This figure includes 300,000 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan ("Restricted Stock Award Plan"), all of which are held by URS II, as reported on previously filed Forms 4 and 5.

(3) Mr. Urstadt is the direct beneficial owner of 689,107 shares of Common Stock and the indirect beneficial owner of 3,620,395 shares held as follows: 530,721 shares by URS II (including the restricted shares referenced in Foonote (2)), 883,185 shares by UPCO, 41,050 shares by Elinor Urstadt, Mr. Urstadt's wife, 3,008 shares by the trust established under the Issuer's 2005 Excess Benefit and Deferred Compensation Plan for the benefit of Mr. Urstadt, 1,942,431 shares 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, and 220,000 shares by the Charles J.

Urstadt 2012 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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