

URSTADT PROPERTY CO INC  
Form 4  
October 20, 2008

**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)

3. Date of Earliest Transaction (Month/Day/Year)  
10/16/2008

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

2 PARK PLACE  
(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  
 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	01/18/2008		J		9,108 (1)	A	\$ 14.995 3,108,476 (4) I	See footnote (5)
Common Stock	01/18/2008		J		120 (2)	A	\$ 14.995 3,108,596 (4) I	See footnote (5)
Common Stock	04/18/2008		J		8,365 (1)	A	\$ 16.578 3,116,961 (4) I	See footnote (5)
Common Stock	04/18/2008		J		110 (2)	A	\$ 16.578 3,117,071 (4) I	See footnote

								(5)
Common Stock	07/18/2008	J	8,887 (1)	A	\$ 15.8062	3,125,958 (4)	I	See footnote (5)
Common Stock	07/18/2008	J	117 (2)	A	\$ 15.8062	3,126,075 (4)	I	See footnote (5)
Common Stock	10/16/2008	P	3,100	A	\$ 13.5145 (3)	3,129,175 (4)	I	See footnote (5)

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. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				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 of the Board and CEO	
URSTADT PROPERTY CO INC 2 PARK PLACE BRONXVILLE, NY 10708				Joint Filer

## Signatures

Charles J. Urstadt by Willing L. Biddle as Attorney in  
Fact

10/20/2008

\_\_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 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, are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 18, 2008, April 18, 2008, and July 18, 2008, dividends on these shares were paid and automatically reinvested in additional Common Stock in the amounts of 9,107.3629 shares, 8,365.0149 shares, and 8,887.0188 shares, respectively.

(2) 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 Benefits and Deferred Compensation Plan (the "Compensation Plan Trust"), are subject to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 18, 2008, April 18, 2008, and July 18, 2008, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Urstadt by the Compensation Plan Trust in the amounts of 120.1563 shares, 110.2413 shares, and 117.1236 shares, respectively.

(3) On October 16, 2008, UPCO purchased 3,100 shares of Common Stock at prices ranging from \$13.29 to \$13.67 per share, with a weighted average price of \$13.5145. Upon a request by the Commission, the Issuer, or a shareholder of the Issuer, full information regarding the number of shares purchased and the separate prices at which they were purchased will be provided.

(4) This figure includes 372,008 restricted shares of Common Stock that were issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan, and which are held by URS II, as reported on previously filed Forms 4 and 5.

(5) Mr. Urstadt, individually, is not the direct beneficial owner of any shares of Common Stock of the Issuer, but when aggregating the 662,333 shares of Common Stock held by URS II (including the 372,008 restricted shares referenced in Footnote (4)), the 535,809 shares of Common Stock held by UPCO, the 21,300 shares of Common Stock held by Elinor Urstadt, Mr. Urstadt's wife, the 8,728 shares of Common Stock held by the Compensation Plan Trust for the benefit of Mr. Urstadt and the 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 beneficially owning 3,129,175 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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