

URSTADT BIDDLE PROPERTIES INC  
 Form 4  
 January 05, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 \*  
 Biddle Catherine U

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)  
 12/31/2014

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

53 ELMWOOD RD  
 (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

SOUTH SALEM, NY 10590

(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 |   | 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) |   |  |                                   |
| Common Stock                    | 12/31/2014                           |  | J <sup>(1)</sup>    |   | 384   | D          | \$ 0 2,599,345  | I  | See footnote (5)                  |
| Common Stock                    | 12/31/2014                           |  | J <sup>(1)</sup>    |   | 384   | A          | \$ 0 2,599,729  | I  | See footnote (5)                  |
| Common Stock                    | 01/02/2015                           |  | J <sup>(2)</sup>    |   | 100,000   | A          | \$ 0 2,699,729  | I  | See footnote (5)                  |
| Common Stock                    | 01/02/2015                           |  | J <sup>(3)</sup>    |   | 1,000   | A          | \$ 0 2,700,729 <sup>(4)</sup>   | I  | See footnote                      |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** 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 Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Biddle Catherine U<br>53 ELMWOOD RD<br>SOUTH SALEM, NY 10590 | X             | X         |         |       |

## Signatures

Catherine U. Biddle 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 384 shares of Common Stock to Willing L. Biddle, the Reporting Person's husband, and an officer and director of the Issuer. This resulted in no change in the number of shares beneficially owned by Mr. Biddle or the Reporting Person.
  - (2) On January 2, 2015, the Issuer entered into an agreement with Willing L. Biddle whereby Mr. Biddle was granted a restricted stock award of 100,000 shares of Common Stock pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock

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Award Plan").

- (3) On January 2, 2015 the Issuer entered into an agreement with the Reporting Person, whereby the Reporting Person was granted a restricted stock award of 1,000 shares of Common Stock pursuant to the Restricted Stock Award Plan.

- This figure includes 950,000 restricted shares of Common Stock issued to Mr. Biddle and 2,000 restricted shares of Common Stock issued to Mrs. Biddle pursuant to the Restricted Stock Award Plan. On January 3, 2015, restrictions applicable to a previously reported grant to Mr. Biddle of 100,000 restricted shares of Common Stock lapsed, resulting in Mr. Biddle becoming fully vested in such shares. This resulted in no change in the number of shares beneficially owned by Mr. Biddle or the Reporting Person.
- (4)

- (5) See Exhibit 99.1

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.