

URSTADT BIDDLE PROPERTIES INC
 Form 4
 March 17, 2017

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 *
BIDDLE WILLING L

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)
53 ELMWOOD ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2017

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

SOUTH SALEM, NY 10590

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/15/2017 | | P | | 700 | A | \$ 16.57 (1) |
| Common Stock | | | | | 2,273,338 | D | (3) |
| Common Stock | | | | | 32,312 | I | See footnote (4) |
| Common Stock | | | | | 294,673 | I | See footnote (5) |

| | | | |
|--------------|--------|---|------------------|
| Common Stock | 5,163 | I | See footnote (6) |
| Common Stock | 1,070 | I | See footnote (7) |
| Common Stock | 21,000 | I | See footnote (8) |
| Common Stock | 2,267 | I | See footnote (9) |

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 Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BIDDLE WILLING L 53 ELMWOOD ROAD SOUTH SALEM, NY 10590 | X | X | President and CEO | |

Signatures

/s/ Willing L. Biddle by Miyun Sung as
Attorney-in-fact

03/17/2017

__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).
Represents a weighted average price per share. These shares were purchased in multiple transactions ranging from \$16.54 to \$16.61, inclusive. The reporting person undertakes to provide upon request by the staff of the U.S. Securities and Exchange Commission, the
(1) Company or a security holder of the Company, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote.
(2) Shares held by Willing L. Biddle 2012 Dynasty Trust.
(3) Shares held by the reporting person, of which 990,000 are restricted shares issued to him pursuant to the Company's Restricted Stock Award Plan.
(4) Shares held by Catherine U. Biddle, spouse of the reporting person, of which 4,100 are restricted shares issued to Mrs. Biddle pursuant to the Issuer's Restricted Stock Award Plan.
(5) Shares held by Catherine U. Biddle 2012 Dynasty Trust.
(6) Shares held by Willing L. Biddle Inherited IRA.
(7) Shares held by Charles Biddle Trust.
(8) Shares held by Shares held by Trust UW PTB Art 4.1.
(9) Shares held by Excess Benefit and Deferred Compensation Plan of 2005, of which the Reporting Person is a participant.

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.