

URSTADT BIDDLE PROPERTIES INC
 Form 5
 November 12, 2013

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 10/31/2013

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

2 PARK PLACE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

BRONXVILLE, NY 10708

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 04/19/2013 | Â | J | 53 ⁽¹⁾ A \$ 18.88 | 4,158,879 ₍₂₎ | I | See footnote ₍₃₎ |
| Common Stock | 07/19/2013 | Â | J | 53 ⁽¹⁾ A \$ 19.231 | 4,158,879 ₍₂₎ | I | See footnote ₍₃₎ |
| Common Stock | 10/18/2013 | Â | J | 61 ⁽¹⁾ A \$ 16.745 | 4,158,879 ₍₂₎ | I | See footnote ₍₃₎ |

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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. of D Se B O E Is F (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------|

Reporting Owners

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

Signatures

Charles J. Urstadt by Thomas D. Myers as Attorney-in-Fact 11/12/2013

__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).
- 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 Benefit and Deferred Compensation Plan of 2005 (the "Compensation Plan Trust"), are subject
- (1) to automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On April 19, 2013, July 19, 2013 and October 18, 2013, dividends on these shares were paid and automatically reinvested by the Compensation Plan Trust in additional Common Stock for the benefit of Mr. Urstadt in the amounts of 52.9009 shares, 52.5543 shares, and 61.0628 shares, respectively.
- This figure includes 531,250 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 Urstadt Realty Shares II L.P. ("URS II"), a Delaware limited partnership of which
- (2) Mr. Urstadt is the limited partner and Urstadt Property Company, Inc., a Delaware corporation of which Mr. Urstadt is Chairman and a controlling shareholder ("UPCO"), is the general partner, as reported on previously filed Forms 4 and 5.
 - (3) Mr. Urstadt is the direct beneficial owner of 529,743 shares of Common Stock of the Issuer and the indirect beneficial owner of 3,629,136 shares held as follows: 536,466 shares by URS II (including the restricted shares referenced in footnote 2), 883,690 shares by UPCO, 41,050 shares by Elinor Urstadt, Mr. Urstadt's wife, 5,499 shares by the Compensation Plan Trust, 1,942,431 shares by Urstadt

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Realty Associates Co LP, a Delaware limited partnership, of which UPCO is the general partner and Mr. 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 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.

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