

URSTADT CHARLES J
Form 4
January 04, 2018

FORM 4

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

OMB APPROVAL

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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)
2 PARK PLACE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2018

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

BRONXVILLE, NY 10708

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 01/02/2018 | | A ⁽¹⁾ | V Amount \$ 0 | 790,570 | D ⁽²⁾ | |
| Common Stock | | | | | 883,185 | I | See footnote ⁽³⁾ |
| Common Stock | | | | | 41,050 | I | See footnote ⁽⁴⁾ |
| Common Stock | | | | | 1,942,431 | I | See footnote ⁽⁵⁾ |
| Common Stock | | | | | 530,721 | I | See footnote ⁽⁶⁾ |

| | | | |
|--------------|---------|---|-------------------------|
| Common Stock | 220,000 | I | See footnote <u>(7)</u> |
| Common Stock | 1,767 | I | See footnote <u>(8)</u> |

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

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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 Following Reported Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

/s/ Charles J. Urstadt by Miyun Sung as Attorney-in-fact 01/03/2018

__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).

On January 2, 2018, the Issuer entered into an agreement with Charles J. Urstadt (the "Reporting Person") whereby the Reporting Person (1) was granted a restricted stock award of 50,000 shares of Common Stock, that vests on January 2, 2023, pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Award Plan").

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- (2) Of the 790,570 shares of the Common Stock, 100,000 shares are restricted stock, subject to vesting, issued pursuant to the Restricted Stock Award Plan.
- (3) Shares held by Urstadt Property Company, Inc. ("UPCO"), a Delaware corporation, of which the Reporting Person is Chairman and has investment control.
- (4) Shares held by Elinor F. Urstadt, the Reporting Person's spouse.
Shares held by Urstadt Realty Associates Co LP, a Delaware limited partnership, of which UPCO is the general partner and the Reporting Person, Mrs. Urstadt, the Catherine U. Biddle Irrevocable Trust and the Charles D. Urstadt Irrevocable Trust (for each of which the Reporting Person is the sole trustee) are limited partners.
- (5) Includes 150,000 restricted shares of Common Stock issued pursuant to the Issuer's Restricted Stock Award Plan, all of which are held by Urstadt Realty Shares II L.P ("URS II").
- (6) Shares held by Urstadt Family Trust.
- (7) Shares held by Excess Benefit and Deferred Compensation Plan of 2005, in 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.