

URSTADT PROPERTY CO INC

Form 4

February 02, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(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)

01/31/2006

☐ 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                    | 01/20/2006                           |                                                    | J                              |                                                                   | 5,861 <u>(1)</u> | A          | \$ 15.971                                                                                     | 2,935,340                                                | I                                                     | See footnote <u>(4)</u> |
| Common Stock                    | 01/20/2006                           |                                                    | J                              |                                                                   | 97 <u>(2)</u>    | A          | \$ 15.971                                                                                     | 2,935,437                                                | I                                                     | See footnote <u>(4)</u> |
| Common Stock                    | 01/31/2006                           |                                                    | P                              |                                                                   | 2,000 <u>(3)</u> | A          | \$ 16.77                                                                                      | 2,937,437                                                | I                                                     | See footnote <u>(4)</u> |

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

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                     |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                               |             |
|-----------------------------------------------------------------|---------------|-----------|-------------------------------|-------------|
|                                                                 | Director      | 10% Owner | Officer                       | Other       |
| URSTADT CHARLES J<br>2 PARK PLACE<br>BRONXVILLE, NY 10708       | X             | X         | Chairman of the Board and CEO |             |
| URSTADT PROPERTY CO INC<br>2 PARK PLACE<br>BRONXVILLE, NY 10708 |               |           |                               | Joint filer |

## Signatures

/s/ Charles J. Urstadt, by Thomas D. Myers,  
Attorney-in-fact

02/02/2006

\_\_\_\_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).

A portion of those shares of Common Stock of which Mr. Urstadt is the direct beneficial owner are subject to automatic reinvestment of

(1) dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 20, 2006, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Urstadt in the amount of 5,861.7795 shares.

Those shares of Common Stock of which Mr. Urstadt is the indirect beneficial owner and which are owned by the Trust Established

(2) 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 20, 2006, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Urstadt in the amount of 96.6200 shares.

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- (3) On January 31, 2006, Urstadt Property Company, Inc. ("UPCO"), of which Mr. Urstadt is a controlling shareholder, purchased 2,000 shares of Common Stock from an employee of the Issuer in a private transaction.

- Mr. Urstadt is the direct beneficial owner of 468,975 shares of Common Stock individually (including 406,250 restricted shares issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan) which, when added to the 21,300 shares of Common Stock held by Elinor Urstadt, his wife, the 7,717 shares of Common Stock held by the Compensation Plan Trust for the benefit of Mr. Urstadt, the 1,901,006 shares of Common Stock held by Urstadt Realty Associates Co LP ("URACO"), a Delaware limited partnership of which
- (4) UPCO is the general partner (of which Mr. Urstadt is a controlling shareholder), and of which 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, and the 538,439 shares of Common Stock held by UPCO, result in Mr. Urstadt beneficially owning 2,937,437 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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