

URSTADT BIDDLE PROPERTIES INC
 Form 4
 December 28, 2016

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 *
 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)
 12/28/2016

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

BRONXVILLE, NY 10708
 (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	12/28/2016		J ⁽¹⁾	1,463 A \$ 0	690,570	D ⁽¹⁾	
Common Stock					883,185	I	See footnote ⁽²⁾
Common Stock					41,050	I	See footnote ⁽³⁾
Common Stock					1,942,431	I	See footnote ⁽⁴⁾
Common Stock					530,721	I	See footnote ⁽⁵⁾

Common Stock	220,000	I	See footnote <u>(6)</u>
Common Stock	1,668	I	See footnote <u>(7)</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)
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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

Charles J. Urstadt by Miyun Sung as Attorney-in-Fact 12/28/2016

__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 December 28, 2016, the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan of 2005 (the "Plan") made a required distribution of 1,463 shares of Common Stock to Charles J. Urstadt (the "Reporting Person"), a participant in the Issuer's Plan.

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- (2) Shares held by Urstadt Property Company, Inc. ("UPCO"), a Delaware corporation, of which the Reporting Person is Chairman and controlling shareholder.
- (3) 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 300,000 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan ("Restricted Stock Award Plan"), all of which are held by Urstadt Realty Shares II L.P.
- (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.

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