

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 \*  
**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)  
**12/28/2016**

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 12/28/2016                           |  | J <sup>(1)</sup>               | 246 A \$ 0  | 2,173,338   | D <sup>(2)</sup>   |   |
| Common Stock                    |                                      |  |                                |   | 294,673   | I  | See footnote <sup>(3)</sup>                           |
| Common Stock                    |                                      |  |                                |   | 284,240   | I  | See footnote <sup>(4)</sup>                           |
| Common Stock                    |                                      |  |                                |   | 5,163   | I  | See footnote <sup>(5)</sup>                           |
| Common Stock                    |                                      |  |                                |   | 1,070   | I  | See footnote <sup>(6)</sup>                           |

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|              |        |   |                         |
|--------------|--------|---|-------------------------|
| Common Stock | 21,000 | I | See footnote <u>(7)</u> |
| Common Stock | 31,262 | I | See footnote <u>(8)</u> |
| Common Stock | 2,267  | I | See footnote <u>(9)</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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

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

## Signatures

Willing L. Biddle 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).

(1) 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 246 shares of Common Stock to Willing L. Biddle (the "Reporting Person"), a participant in the Issuer's Plan.

(2) Shares held by Willing L. Biddle, of which 950,000 are restricted shares issued to Mr. Biddle pursuant to the Company's Restricted Stock Award Plan.

(3) Shares held by Catherine U. Biddle 2012 Dynasty Trust.

(4) Shares held by Willing L. Biddle 2012 Dynasty Trust.

(5) Shares held by Willing L. Biddle Inherited IRA.

(6) Shares held by Charles Biddle Trust.

(7) Shares held by Trust UW PTB Art 4.1.

(8) Shares held by Catherine U. Biddle, spouse of Willing L. Biddle, of which 3,050 are restricted shares.

(9) Shares held by Excess Benefit and Deferred Compensation Plan of 2005, of which Willing L. Biddle 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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