

Biddle Catherine U
Form 4
December 28, 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 *
Biddle Catherine U

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)
12/28/2018

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

53 ELMWOOD RD

(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

SOUTH SALEM, NY 10590

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 12/28/2018 | | J | 411 ⁽¹⁾ A \$ 0 | 2,222,954 | I | See footnote ⁽²⁾ |
| Common Stock | | | | | 368,379 | I | See footnote ⁽³⁾ |
| Common Stock | | | | | 367,171 | I | See footnote ⁽⁴⁾ |
| Common Stock | | | | | 33,412 | D ⁽⁵⁾ | |
| Common Stock | | | | | 5,163 | I | See footnote ⁽⁶⁾ |

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| | | | |
|--------------|--------|---|-------------------------|
| Common Stock | 1,070 | I | See footnote <u>(7)</u> |
| Common Stock | 21,000 | I | See footnote <u>(8)</u> |
| Common Stock | 1,738 | 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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(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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Biddle Catherine U 53 ELMWOOD RD SOUTH SALEM, NY 10590 | X | X | | |

Signatures

/s/ Catherine U. Biddle by Miyun Sung as Attorney
-in-fact

12/28/2018

**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).

(1) On December 28, 2018, the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plan of 2005 (the "Plan") made a required distribution of 411 shares of Common Stock to Willing L. Biddle, spouse of the reporting person, a participant in the Issuer's Plan.

(2) Shares held by Willing L. Biddle, the spouse of the reporting person, of which 995,000 are restricted shares, subject to vesting, issued pursuant to the Issuer's Restricted Stock Award Plan.

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

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

Shares held by the reporting person, of which 5,200 are restricted shares, subject to vesting, issued to the Reporting Person pursuant to the Issuer's Restricted Stock Award Plan. The number of shares reported does not include shares of Common Stock of the Issuer owned by Urstadt Realty Associates Co LP ("URACO"), of which the Catherine U. Biddle Irrevocable Trust (the "CUB Trust") is a limited partner.

(5) The Reporting Person is the sole beneficiary of the CUB Trust. The number of shares reported also does not include shares of Common Stock of the Issuer owned by Urstadt Property Company, Inc. ("UPCO"), of which the Reporting Person is an officer and shareholder. Shares held by URACO and UPCO are separately reported by Charles J. Urstadt, the controlling shareholder, and UPCO, the general partner of URACO.

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

(7) Shares held by Charles Biddle Trust.

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

(9) Shares held by Excess Benefit and Deferred Compensation Plan of 2005, of which Willing L. Biddle is a participant. These shares participate in the Issuer's Dividend Reinvestment and Share Purchase Plan.

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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