

BIDDLE WILLING L  
Form 4  
December 28, 2018

**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)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

(Last) (First) (Middle)  
53 ELMWOOD ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/26/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

SOUTH SALEM, NY 10590

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                    | 12/26/2018                           |  | S                              | (A) or (D)<br>Amount<br>41,600<br>(1)<br>Price<br>\$ 15.5         | 2,222,543   | D (2)  |                                   |
| Common Stock                    | 12/26/2018                           |  | P                              | (A) or (D)<br>Amount<br>20,800<br>(1)<br>Price<br>\$ 15.5         | 368,379   | I  | See Footnote (3)                  |
| Common Stock                    | 12/26/2018                           |  | P                              | (A) or (D)<br>Amount<br>20,800<br>(1)<br>Price<br>\$ 15.5         | 367,171   | I  | See Footnote (4)                  |
| Common Stock                    |                                      |  |                                |   | 33,412  | I  | See footnote (5)                  |
|                                 |                                      |  |                                |   | 5,163   | I  |                                   |

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|              |        |   |                         |
|--------------|--------|---|-------------------------|
| Common Stock |        |   | See footnote <u>(6)</u> |
| Common Stock | 1,070  | I | See footnote <u>(7)</u> |
| Common Stock | 21,000 | I | See footnote <u>(8)</u> |
| Common Stock | 2,034  | 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                         |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)  |

## 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

/s/ Willing L.  
Biddle 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 26, 2018, Willing L. Biddle sold or transferred 20,800 shares of Common Stock to the Willing L. Biddle 2012 Dynasty Trust and 20,800 shares of Common Stock to the Catherine U. Biddle 2012 Dynasty Trust at \$15.50 per share.
- (2) Shares held by 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 Catherine U. Biddle, spouse of the reporting person, of which 5,200 are restricted shares, subject to vesting, issued to Mrs. Biddle 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. Catherine U. Biddle 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 Catherine U. Biddle 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 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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