

URSTADT BIDDLE PROPERTIES INC
 Form 4
 October 27, 2008

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)
 10/23/2008

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

SOUTH SALEM, NY 10590

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

(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 or Price | | |
| Common Stock | 01/18/2008 | | J | | 43 ⁽¹⁾ A \$ 14.995 | 1,668,185 ⁽⁴⁾ I | See Footnote ⁽⁵⁾ |
| Common Stock | 04/18/2008 | | J | | 40 ⁽¹⁾ A \$ 16.578 | 1,668,225 ⁽⁴⁾ I | See Footnote ⁽⁵⁾ |
| Common Stock | 07/18/2008 | | J | | 42 ⁽¹⁾ A \$ 15.8062 | 1,668,267 ⁽⁴⁾ I | See Footnote ⁽⁵⁾ |
| Common Stock | 10/17/2008 | | J | | 46 ⁽¹⁾ A \$ 14.659 | 1,668,313 ⁽⁴⁾ I | See Footnote |

| | | | | | | | | |
|--------------|------------|---|--------------|---|------------|---------------|---|-------------------------|
| Common Stock | 10/23/2008 | P | 7,700 (2) | A | \$ 13.9145 | 1,676,013 (4) | I | (5) See Footnote (5) |
| Common Stock | 10/24/2008 | P | 3,500 (3) | A | \$ 13.4926 | 1,679,513 (4) | I | (5) See Footnote (5) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

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

Signatures

Willing L.
Biddle 10/27/2008

**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).

Those shares of Common Stock of which Mr. Biddle is the indirect beneficial owner and which are owned by the Trust Established Under the Urstadt Biddle Properties Inc. Excess Benefits and Deferred Compensation Plan (the "Compensation Plan Trust") are subject to

(1) automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On January 18, 2008, April 18, 2008, July 18, 2008 and October 17, 2008, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Biddle in the amounts of 43.2563 shares, 39.6869 shares, 42.1645 shares and 46.0827 shares, respectively.

(2) On October 23, 2008, Catherine U. Biddle, Mr. Biddle's wife, purchased 7,700 shares of Common Stock at prices ranging from \$13.68 to \$13.99 per share, with a weighted average price of \$13.9145. Upon a request by the Commission, the Issuer, or a shareholder of the Issuer, full information regarding the number of shares purchased and the separate prices at which they were purchased will be provided.

(3) On October 24, 2008, Catherine U. Biddle, Mr. Biddle's wife, purchased 3,500 shares of Common Stock at prices ranging from \$13.13 to \$13.75 per share, with a weighted average price of \$13.4926. Upon a request by the Commission, the Issuer, or a shareholder of the Issuer, full information regarding the number of shares purchased and the separate prices at which they were purchased will be provided.

(4) This figure includes 582,500 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan.

(5) Mr. Biddle is the direct beneficial owner of 1,651,555 shares of Common Stock, including the 582,500 restricted shares referenced in Footnote (4). In Addition, he is the indirect beneficial owner of 3,188 shares of Common Stock owned by the Compensation Plan Trust, 2,307 shares of Common Stock owned by the Willing L. Biddle IRA for the benefit of Mr. Biddle, 5,163 shares of Common Stock owned by the P. T. Biddle (Deceased) IRA for the benefit of Willing Biddle, 15,675 shares of Common Stock owned beneficially and of record by Catherine U. Biddle, Mr. Biddle's wife, 555 shares of Common Stock owned beneficially and of record by the Catherine U. Biddle IRA for the benefit of Catherine U. Biddle, and 1,070 shares of Common Stock owned by the Charles and Phoebe Biddle Trust UAD 12/20/93 for the benefit of the Issue of Willing L. Biddle (the "Biddle Trust"). Mr. Biddle and Charles J. Urstadt are the sole trustees of the Biddle Trust.

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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