

URSTADT BIDDLE PROPERTIES INC

Form 5

November 15, 2006

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).

Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362
Expires: January 31,
2005
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1. Name and Address of Reporting Person *
URSTADT CHARLES J

(Last) (First) (Middle)

2 PARK PLACE

(Street)

BRONXVILLE, NY 10708

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
URSTADT BIDDLE PROPERTIES
INC [UBP]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
10/31/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board and CEO

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	10/20/2006	Â	J	5,216 <u>(1)</u>	A	\$ 18.033	2,954,771 <u>(3)</u>	I	See Footnote <u>(4)</u>
Common Stock	10/20/2006	Â	J	89 <u>(2)</u>	A	\$ 18.033	2,954,771 <u>(3)</u>	I	See Footnote <u>(4)</u>

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

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SEC 2270
(9-02)

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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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
URSTADT CHARLES J 2 PARK PLACE BRONXVILLE, NY 10708	Â X	Â X	Â Chairman of the Board and CEO	Â

Signatures

Charles J. Urstadt by Thomas D. Myers as Attorney in
Fact 11/15/2006

__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).

A portion of those shares of Common Stock of which Mr. Urstadt is the direct beneficial owner are subject to automatic reinvestment of
(1) dividends pursuant to the Issuer's Dividend Reinvestment Plan. On October 20, 2006, dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Urstadt in the amount of 5,216.2236 shares.

Those shares of Common Stock of which Mr. Urstadt 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
(2) automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On October 20, 2006, dividends on these shares were paid and automatically reinvested in additional shares of Common Stock for the benefit of Mr. Urstadt in the amount of 88.7907 shares.

(3) This figure includes 406,250 restricted shares of Common Stock issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan.

(4) Mr. Urstadt is the direct beneficial owner of 485,530 shares of Common Stock individually, including the 406,250 restricted shares referenced in Footnote (3), which, when added to the 21,300 shares of Common Stock held by Elinor Urstadt, his wife, the 7,996 shares of Common Stock held by the Compensation Plan Trust for the benefit of Mr. Urstadt, the 538,939 shares of Common Stock held by Urstadt Property Company, Inc. ("UPCO"), of which Mr. Urstadt is a controlling shareholder, the 1,901,006 shares of Common Stock held by Urstadt Realty Associates Co LP, a Delaware limited partnership of which UPCO is the general partner, and of which Mr. Urstadt, Mrs. Urstadt, the Catherine U. Biddle Irrevocable Trust and the Charles D. Urstadt Irrevocable Trust (for each of which trusts

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Mr. Urstadt is the sole trustee) are the limited partners, result in Mr. Urstadt beneficially owning 2,954,771 shares of Common Stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.