

URSTADT PROPERTY CO INC
 Form 4
 February 02, 2006

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 *
 URSTADT CHARLES J

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)
 2 PARK PLACE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/31/2006

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

BRONXVILLE, NY 10708
 (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)
Common Stock	01/20/2006		J	5,861 (1) A	\$ 15.971 2,935,340	I	See footnote (4)
Common Stock	01/20/2006		J	97 (2) A	\$ 15.971 2,935,437	I	See footnote (4)
Common Stock	01/31/2006		P	2,000 (3) A	\$ 16.77 2,937,437	I	See footnote (4)

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

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- (3) On January 31, 2006, Urstadt Property Company, Inc. ("UPCO"), of which Mr. Urstadt is a controlling shareholder, purchased 2,000 shares of Common Stock from an employee of the Issuer in a private transaction.

- Mr. Urstadt is the direct beneficial owner of 468,975 shares of Common Stock individually (including 406,250 restricted shares issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan) which, when added to the 21,300 shares of Common Stock held by Elinor Urstadt, his wife, the 7,717 shares of Common Stock held by the Compensation Plan Trust for the benefit of Mr. Urstadt, the 1,901,006 shares of Common Stock held by Urstadt Realty Associates Co LP ("URACO"), a Delaware limited partnership of which UPCO is the general partner (of which Mr. Urstadt is a controlling shareholder), 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 Mr. Urstadt is the sole trustee) are the limited partners, and the 538,439 shares of Common Stock held by UPCO, result in Mr. Urstadt beneficially owning 2,937,437 shares of Common Stock.

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