

URSTADT BIDDLE PROPERTIES INC
 Form 5
 November 26, 2007

FORM 5

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

OMB APPROVAL

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 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

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 10/31/2007

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

2 PARK PLACE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

BRONXVILLE, NY 10708

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 07/20/2007 | Â | J | 97 ⁽¹⁾ A \$ 17.521 | 3,024,368 ₍₃₎ | I | See Footnote ₍₄₎ |
| Common Stock | 07/20/2007 | Â | J | 6,479 ₍₂₎ A \$ 17.521 | 3,024,368 ₍₃₎ | I | See Footnote ₍₄₎ |
| Common Stock | 10/19/2007 | Â | J | 98 ⁽¹⁾ A \$ 17.514 | 3,024,368 ₍₃₎ | I | See Footnote ₍₄₎ |

| | | | | | | | | | |
|-----------------|------------|---|---|--------------|---|--------------|------------------|---|------------------------|
| Common Stock | 10/19/2007 | Â | J | 6,559 (2) | A | \$ 17.514 | 3,024,368 (3) | I | See Footnote (4) |
|-----------------|------------|---|---|--------------|---|--------------|------------------|---|------------------------|

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. of D S B O E I F (I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|---|--|---|---|--------------------------------------|--|--|---|---|--|

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--|---------------------|--------------------|-------|--|
| | (A) | (D) | | |

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 11/26/2007

__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. 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
- (1) automatic reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On July 20, 2007 and October 19, 2007 dividends on these shares were paid and automatically reinvested in additional Common Stock for the benefit of Mr. Urstadt by the Compensation Plan Trust in the amounts of 96.9361 shares and 98.1232 shares, respectively.
 - (2) Those shares of Common Stock of which Mr. Urstadt is the indirect beneficial owner and which are owned by Urstadt Realty Shares II L.P., a Delaware limited partnership of which Mr. Urstadt is the limited partner and Urstadt Property Company, Inc. (a Delaware corporation of which Mr. Urstadt is a controlling shareholder) ("UPCO") is the general partner ("URS II"), are subject to automatic

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reinvestment of dividends pursuant to the Issuer's Dividend Reinvestment Plan. On July 20, 2007 and October 19, 2007 dividends on these shares were paid and automatically reinvested in additional Common Stock in the amounts of 6,479.3744 shares and 6,558.5977 shares, respectively.

- (3) This figure includes 381,250 restricted shares of Common Stock which were issued pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan and which are owned by URS II.

Mr. Urstadt is the indirect beneficial owner of 3,024,368 shares of Common Stock, including 560,215 shares of Common Stock held by URS II (including the 381,250 restricted shares referenced in Footnote (3)), 533,467 shares of Common Stock held by UPCO, 21,300 shares of Common Stock held by Elinor Urstadt, Mr. Urstadt's wife, 8,380 shares of Common Stock held by the Compensation Plan Trust for the benefit of Mr. Urstadt and 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 and 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.

- (4) 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.