

MONMOUTH REAL ESTATE INVESTMENT CORP

Form 4

March 17, 2015

FORM 4**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).

**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: 3235-0287
Expires: January 31,
2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
LANDY EUGENE W

2. Issuer Name **and** Ticker or Trading
Symbol
MONMOUTH REAL ESTATE
INVESTMENT CORP [MNR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3499 RT. 9 NORTH, SUITE 3-C
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/16/2015

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

FREEHOLD, NJ 07728

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
MNR Common Stock					714,011.516 (1)	D	
MNR Common Stock					29,555.22 (2)	I	Juniper Plaza Associates
MNR Common Stock					22,795.41 (3)	I	Windsor Industrial Park Associates
					131,200	I	

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MNR Common Stock				Eugene W. and Gloria Landy Family Foundation
MNR Common Stock	97,913.57	I		Spouse
MNR Common Stock	192,293.62	I		Landy & Landy Employees' Pension Plan
MNR Common Stock	13,048	I		Landy Investments, Ltd.
MNR Common Stock	225,426.819	I		Landy & Landy Employees' Profit Sharing Plan

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

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SEC 1474
(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. Pr Deri Secu (Inst
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Qualified Stock Option to Purchase MNR Common	\$ 11.16					01/05/2016	01/05/2023	MNR Common Stock	65,000	

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Stock						
Qualified Stock						
Option to Purchase	\$ 8.94	01/03/2015	01/03/2022	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 10.46	01/03/2014	01/03/2021	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 9.33	01/03/2013	01/03/2020	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 8.72	01/03/2012	01/03/2019	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 7.22	01/05/2011	01/05/2018	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 7.25	10/20/2009	10/20/2016	MNR Common Stock	65,000	
Common Stock						
Qualified Stock						
Option to Purchase	\$ 8.22	12/12/2008	12/12/2015	MNR Common Stock	65,000	
Common Stock						

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY EUGENE W 3499 RT. 9 NORTH SUITE 3-C FREEHOLD, NJ 07728	X		Chairman of the Board	

Signatures

Eugene W.
Landy

03/17/2015

**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) Includes 389.424 shares acquired in March under the MNR Dividend Reinvestment and Stock Purchase Plan.
- (2) Includes 421.01 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reported on this Form 4 to show total holdings.
- (3) Includes 324.72 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reported on this Form 4 to show total holdings.

Note: File three copies of this Form, one of which must be manually signed. If space 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.