

LANDY EUGENE W
Form 4
December 18, 2017

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 *
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 3D
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2017

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| MNR Common Stock | | | | (A) or (D) | 851,619.668 ⁽¹⁾ | D | |
| MNR Common Stock | | | | (A) or (D) | 179,405 | I | Eugene W. Landy and Gloria Landy Family Foundation |
| MNR Common Stock | | | | (A) or (D) | 37,380.619 ⁽²⁾ | I | Juniper Plaza Associates |

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| | | | |
|------------------------|---------------------------|---|--|
| MNR Common Stock | 29,527.275 ⁽³⁾ | I | Windsor Industrial Park Associates |
| 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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(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 | \$ 15.04 | | | | | 01/04/2018 | 01/04/2025 | MNR Common Stock | 65,000 |

| | | | | | | |
|-------------------------------------|----------|------------|------------|------------------|--------|--|
| Stock | | | | | | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 10.37 | 01/05/2017 | 01/05/2024 | MNR Common Stock | 65,000 | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 11.16 | 01/05/2016 | 01/05/2023 | MNR Common Stock | 65,000 | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 8.94 | 01/03/2015 | 01/03/2022 | MNR Common Stock | 65,000 | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 10.46 | 01/03/2014 | 01/03/2021 | MNR Common Stock | 65,000 | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 9.33 | 01/03/2013 | 01/03/2020 | MNR Common Stock | 65,000 | |
| Qualified Stock | | | | | | |
| Option to Purchase MNR Common Stock | \$ 8.72 | 01/03/2012 | 01/03/2019 | MNR Common Stock | 65,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|------------------------------------|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LANDY EUGENE W 3499 RT. 9 NORTH | X | | Chairman of the Board | |

SUITE 3D
FREEHOLD, NJ 07728

Signatures

Eugene W.
Landy

12/18/2017

 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 385.952 Dividend Reinvestment Shares Acquired on 12/15/17.
- (2) Includes 1,227.959 shares acquired under the Dividend Reinvestment and Stock Purchase Plan.
- (3) Includes 969.975 shares acquired under the Dividend Reinvestment and Stock Purchase Plan.

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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