

MONMOUTH REAL ESTATE INVESTMENT CORP
 Form 4
 January 06, 2015

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 3-C
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/05/2015

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)
				(A) or (D)	Code V Amount (D) Price		
MNR Common Stock					697,247.091	D	
MNR Common Stock					29,134.21	I	Juniper Plaza Associates
MNR Common Stock					22,470.69	I	Windsor Industrial Park Associates
					131,200	I	

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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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Qualified Stock Option to Purchase MNR Common Stock	\$ 11.16	01/05/2015		A	65,000 <u>(1)</u>	01/05/2016	01/05/2023	MNR Common Stock	65,000
	\$ 8.94					01/03/2015	01/03/2022		65,000

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Qualified Stock Option to Purchase Common Stock				MNR Common Stock	
Qualified Stock Option to Purchase Common Stock	\$ 10.46		01/03/2014 01/03/2021	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common Stock	\$ 9.33		01/03/2013 01/03/2020	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common Stock	\$ 8.72		01/03/2012 01/03/2019	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common Stock	\$ 7.22		01/05/2011 01/05/2018	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common Stock	\$ 7.25		10/20/2009 10/20/2016	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common Stock	\$ 8.22		12/12/2008 12/12/2015	MNR Common Stock	65,000
Qualified Stock Option to Purchase Common	\$ 8.05		01/22/2008 01/22/2015	MNR Common Stock	16,375

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	01/06/2015
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) New stock option granted on January 5, 2015 for 65,000 shares of MNR Common Stock.

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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