

MONMOUTH REAL ESTATE INVESTMENT CORP
 Form 4
 December 21, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 LANDY MICHAEL P

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 ROUTE 9 N STE 3-C
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/21/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Operating Officer

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		
Monmouth Real Estate Investment Corporation	12/21/2012		P		300	A	\$ 10.12	139,675.289	D
Monmouth Real Estate Investment Corporation	12/21/2012		P		100	A	\$ 10.11	139,775.289	D
Monmouth Real Estate Investment Corporation	12/21/2012		P		1,400	A	\$ 10.13	141,175.289	D

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Monmouth Real Estate	12/21/2012	P	200	A	\$ 10.15	141,375.289	D	
Monmouth Real Estate Investment Corporation						18,674.797	I	Held By Spouse
Monmouth Real Estate Investment Corporation						59,765.603	I	Account is C/F Daughter, Monica
Monmouth Real Estate Investment Corporation						59,966.894	I	Account is C/F Son, Aaron
Monmouth Real Estate Investment Corporation						51,500	I	Co-trustee of EWL Grandchildren Fund LLC

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Monmouth Real Estate Investment Corporation	\$ 7.25					10/20/2009	10/20/2016	Monmouth Real Estate Investment Corporation	25,000
Monmouth Real Estate	\$ 7.8					03/10/2009	03/10/2016	Monmouth Real Estate	25,000

Investment Corporation				Investment Corporation	
Monmouth Real Estate Investment Corporation	\$ 8.05		01/22/2008 01/22/2015	Monmouth Real Estate Investment Corporation	9,825
Monmouth Real Estate Investment Corporation	\$ 8.7		09/21/2006 09/21/2013	Monmouth Real Estate Investment Corporation	9,825
Monmouth Real Estate Investment Corporation	\$ 8.04		09/12/2007 09/12/2014	Monmouth Real Estate Investment Corporation	25,000
Monmouth Real Estate Investment Corporation	\$ 8.28		08/10/2006 08/10/2013	Monmouth Real Estate Investment Corporation	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY MICHAEL P 3499 ROUTE 9 N STE 3-C FREEHOLD, NJ 07728	X		Chief Operating Officer	

Signatures

Susan M. Jordan 12/21/2012
 __Signature of Date
 Reporting Person

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).

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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