

UMH PROPERTIES, INC.

Form 4

November 10, 2014

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
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(Print or Type Responses)

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

(Last) (First) (Middle)

3499 RT. 9 NORTH, SUITE 3-C

(Street)

FREEHOLD, NJ 07728

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
UMH PROPERTIES, INC. [UMH]

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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)
UMH Properties, Inc.	11/07/2014		P	2,500 A	\$ 9.8829 605,727.178	D	
UMH Properties, Inc.	11/07/2014		P	100 A	\$ 9.8899 605,827.178	D	
UMH Properties, Inc.	11/07/2014		P	126 A	\$ 9.8828 605,953.178	D	
UMH Properties,	11/07/2014		P	908 A	\$ 9.89 606,861.178	D	

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Inc.								
UMH Properties, Inc.	11/07/2014	P	1,366	A	\$ 9.8856	608,227.178	D	
UMH Properties, Inc.						23,089.61	I	Juniper Plaza Associates
UMH Properties, Inc.						17,769.11	I	Windsor Industrial Park Associates
UMH Properties, Inc.						99,872.121	I	Spouse
UMH Properties, Inc.						172,607.725	I	Landy Investments
UMH Properties, Inc.						57,561.288	I	Landy & Landy Employees' Pension Plan
UMH Properties, Inc.						66,912.51	I	Landy & Landy Employees' Profit Sharing Plan
UMH Properties, Inc.						100,000	I	Eugene W. and Gloria Landy Family Foundation

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Deemed Date of Acquisition (Instr. 3 and 4)
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Security		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)								
		Code	V	(A)	(D)	Date Exercisable	Expiration Date		Title	Amount or Number of Shares
UMH Common Stock	\$ 9.85					06/11/2015	06/11/2022		UMH Common Stock	100,000
UMH Common Stock	\$ 10.08					06/26/2014	06/26/2021		UMH Common Stock	100,000

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 11/10/2014

__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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