

MONMOUTH REAL ESTATE INVESTMENT CORP  
 Form 4  
 August 09, 2016

**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 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)  
 08/08/2016

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			
					(A) or (D)			
					Price			
MNR Common Stock	08/08/2016		M		65,000 (1)	A	\$ 7.25	811,177.278 D
MNR Common Stock								156,200 I
MNR Common Stock								34,320.66 I
								Eugene W. Landy and Gloria Landy Family Foundation
								Juniper Plaza Associates

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MNR Common Stock	27,110.25	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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Qualified Stock Option to Purchase Common Stock	\$ 7.25	08/08/2016		M	65,000	10/20/2009	10/20/2016	MNR Common Stock	65,000
Qualified Stock	\$ 10.37					01/05/2017	01/05/2024	MNR Common	65,000

Option to Purchase MNR Common Stock					Stock
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
Qualified Stock					
Option to Purchase MNR Common Stock	\$ 7.22	01/05/2011	01/05/2018	MNR Common Stock	65,000

## Reporting Owners

Reporting Owner Name / Address Relationships

	Director	10% Owner	Officer	Other
LANDY EUGENE W 3499 RT. 9 NORTH SUITE 3D FREEHOLD, NJ 07728	X			Chairman of the Board

**Signatures**

Eugene W.  
Landy

08/09/2016

    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) Exercise of stock option.

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.