

LANDY EUGENE W
Form 4
January 04, 2019

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)
01/03/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman of the Board

FREEHOLD, NJ 07728

(City) (State) (Zip)

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

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	01/03/2019		M		25,000 (1)	A	\$ 8.72
MNR Common Stock					179,405	I	Eugene W. Landy and Gloria Landy Family Foundation
MNR Common Stock					39,361.087	I	Juniper Plaza Associates

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MNR Common Stock	29,527.275	I	Windsor Industrial Park Associates
MNR Common Stock	97,913.57	I	Spouse
MNR Common Stock	13,048	I	Landy Investments, Ltd.
MNR Common Stock	184,293.62	I	Landy & Landy Employees' Pension Plan
MNR Common Stock	217,426.819	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 Underlying (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Qualified Stock Option to Purchase Common Stock	\$ 8.72	01/03/2019		M		25,000		01/03/2012	01/03/2019	MNR Common Stock
Qualified Stock Option to Purchase Common Stock	\$ 8.72	01/03/2019		D ⁽²⁾		40,000		01/03/2012	01/03/2019	MNR Common Stock

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Stock								
Non-Qualified Stock Option to Purchase Common Stock	\$ 8.72	01/03/2019	A ⁽²⁾	40,000	01/03/2019	02/28/2019	MNR Common Stock	
Qualified Stock Option to Purchase Common Stock	\$ 17.8				01/03/2019	01/03/2026	MNR Common Stock	
Qualified Stock Option to Purchase MNR Common Stock	\$ 15.04				01/04/2018	01/04/2025	MNR Common Stock	
Qualified Stock Option to Purchase MNR Common Stock	\$ 10.37				01/05/2017	01/05/2024	MNR Common Stock	
Qualified Stock Option to Purchase MNR Common Stock	\$ 11.16				01/05/2016	01/05/2023	MNR Common Stock	
Qualified Stock Option to Purchase Common Stock	\$ 8.94				01/03/2015	01/03/2022	MNR Common Stock	
Qualified Stock Option to Purchase Common Stock	\$ 10.46				01/03/2014	01/03/2021	MNR Common Stock	
Qualified Stock Option to Purchase Common Stock	\$ 9.33				01/03/2013	01/03/2020	MNR Common Stock	

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	01/04/2019
**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) Partial Exercise of Stock Option.

The two reported transactions involved an amendment of an outstanding option to extend the expiration date from January 3, 2019 to

- (2) February 28, 2019, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on January 3, 2011 and became exercisable in full on January 3, 2012.

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.