

LANDY EUGENE W
Form 4
February 28, 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)
02/27/2019

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
MNR Common Stock	02/27/2019		M		40,000 (1)	A	\$ 8.72 918,732.738 D
MNR Common Stock	02/27/2019		S		20,000 (2)	D	\$ 13.34 898,732.738 D
MNR Common Stock							179,405 I Eugene W. Landy and Gloria Landy Family Foundation

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MNR Common Stock	39,361.087	I	Juniper Plaza Associates
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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SEC 1474
(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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of S
Non-Qualified Stock Option to Purchase Common Stock	\$ 8.72	02/27/2019		M	40,000	01/03/2019	02/28/2019	MNR Common Stock	40,000

Stock Option to Purchase Common Stock	\$ 12.86	01/10/2020	01/10/2027	MNR Common Stock	65
Qualified Stock Option to Purchase Common Stock	\$ 17.8	01/03/2019	01/03/2026	MNR Common Stock	65
Qualified Stock Option to Purchase MNR Common Stock	\$ 15.04	01/04/2018	01/04/2025	MNR Common Stock	65
Qualified Stock Option to Purchase MNR Common Stock	\$ 10.37	01/05/2017	01/05/2024	MNR Common Stock	65
Qualified Stock Option to Purchase MNR Common Stock	\$ 11.16	01/05/2016	01/05/2023	MNR Common Stock	65
Qualified Stock Option to Purchase Common Stock	\$ 8.94	01/03/2015	01/03/2022	MNR Common Stock	65
Qualified Stock Option to Purchase Common Stock	\$ 10.46	01/03/2014	01/03/2021	MNR Common Stock	65
Qualified Stock Option to Purchase Common Stock	\$ 9.33	01/03/2013	01/03/2020	MNR Common Stock	65

Reporting Owners

Reporting Owner Name / Address

Relationships

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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

02/28/2019

__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) Exercise of Stock Option.
 - (2) Shares sold to exercise stock option. Price range of shares sold \$13.33 to \$13.345. Detail breakdown on file.

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.