

MONMOUTH REAL ESTATE INVESTMENT CORP  
 Form 4  
 September 17, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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)  
 09/15/2014

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

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
Monmouth Real Estate Investment Corporation	09/15/2014		P		201.4099	A	\$ 229,861.415 9.93 (1)
Monmouth Real Estate Investment Corporation					22,471.425	I	(2)
Monmouth Real Estate Investment Corporation					66,926.338	I	(3)
							Account is C/F Daughter, Monica

Monmouth Real Estate Investment Corporation	67,151.749 <u>(4)</u>	I	Account is C/F Son, Aaron
Monmouth Real Estate Investment Corporation	53,000	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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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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Monmouth Real Estate Investment Corporation	\$ 7.25					10/20/2009	10/20/2016	MNR Common Stock	25,000
Monmouth Real Estate Investment Corporation	\$ 7.8					03/10/2009	03/10/2016	MNR Common Stock	25,000
Monmouth Real Estate Investment Corporation	\$ 8.05					01/22/2008	01/22/2015	MNR Common Stock	9,825

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

LANDY MICHAEL P  
3499 ROUTE 9 N STE 3-C                    X                    President and CEO  
FREEHOLD, NJ 07728

## Signatures

Susan M. Jordan                    09/17/2014

\_\_\_\_\_  
\*\*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) Includes 201.4099 shares purchased through the Dividend Reinvestment and Stock Purchase Plan on 9/15/2014 and 1,343.191 shares acquired through dividend reinvestment on 9/15/2014..
- (2) Includes 263.787 shares acquired through dividend reinvestment on 9/15/2014.
- (3) Includes 995.928 shares acquired through dividend reinvestment on 9/15/2014.
- (4) Includes 999.282 shares acquired through dividend reinvestment on 9/15/2014.

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