

MONMOUTH REAL ESTATE INVESTMENT CORP  
 Form 4  
 March 18, 2015

**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 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)  
 03/16/2015

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

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   |
| Monmouth Real Estate Investment Corporation | 03/16/2015                           |  | P                              |   | 191.2045  | A  | \$ 10.46  |
| Monmouth Real Estate Investment Corporation |                                      |  |                                |   | 249,799.9005  | D  | (1)   |
| Monmouth Real Estate Investment Corporation |                                      |  |                                |   | 23,485.464  | I  | (2)   |
| Monmouth Real Estate Investment Corporation |                                      |  |                                |   | 68,867.098  | I  | (3)   |

Held By Spouse

Account is C/F Daughter, Monica

|  |                           |   |   |
|--|---------------------------|---|---|
| Monmouth<br>Real Estate<br>Investment<br>Corporation | 69,099.046 <sup>(4)</sup> | I | Account is C/F<br>Son, Aaron                      |
| Monmouth<br>Real Estate<br>Investment<br>Corporation | 53,000                    | I | Co-Manager<br>of EWL<br>Grandchildren<br>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<br>Derivative<br>Security<br>(Instr. 3)  | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |        |
|--|--|---|---|--------------------------------------|--|--|---|--|--------|
|  |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                                  |        |
| Monmouth<br>Real Estate<br>Investment<br>Corporation | \$ 7.25  |   |   |                                      |  | 10/20/2009   | 10/20/2016  | MNR<br>Common<br>Stock                 | 25,000 |
| Monmouth<br>Real Estate<br>Investment<br>Corporation | \$ 7.8   |   |   |                                      |  | 03/10/2009   | 03/10/2016  | MNR<br>Common<br>Stock                 | 25,000 |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| LANDY MICHAEL P<br>3499 ROUTE 9 N STE 3-C<br>FREEHOLD, NJ 07728 | X             |           | President and CEO |       |

## Signatures

Susan M. Jordan

03/18/2015

\*\*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 purchase of 191,2045 shares through the Dividend Reinvestment and Stock Purchase Plan on 3/16/2015 and acquired 1,328,577 shares through dividend reinvestment on 3/16/2015. Also includes 15,485 shares held in the 401k Plan as of 3/2015.
- (2) Includes 257,877 shares acquired through dividend reinvestment on 3/17/2015.
- (3) Includes 973,616 shares acquired through dividend reinvestment on 3/16/2015.
- (4) Includes 976,896 shares acquired through dividend reinvestment on 3/16/2015.

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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