

MONMOUTH REAL ESTATE INVESTMENT CORP
 Form 4
 December 16, 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 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)
 12/15/2015

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)
				(A) or (D) Code V Amount (D) Price			
MNR Common Stock					786,200.364 ⁽¹⁾	D	
MNR Common Stock					33,754.53 ⁽²⁾	I	Juniper Plaza Associates
MNR Common Stock					26,663.07 ⁽³⁾	I	Windsor Industrial Park Associates
					131,200	I	

MNR Common Stock						Eugene W. and Gloria Landy Family Foundation
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.

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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)	8. Price or Number of Shares (Instr. 3 and 4)
Qualified Stock Option to Purchase MNR Common	\$ 11.16					Date Exercisable: 01/05/2016 Expiration Date: 01/05/2023	MNR Common Stock	65,000

Stock

Qualified
Stock

Option to Purchase	\$ 8.94	01/03/2015	01/03/2022	MNR Common Stock	65,000
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Common
Stock

Qualified
Stock

Option to Purchase	\$ 10.46	01/03/2014	01/03/2021	MNR Common Stock	65,000
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Common
Stock

Qualified
Stock

Option to Purchase	\$ 9.33	01/03/2013	01/03/2020	MNR Common Stock	65,000
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Common
Stock

Qualified
Stock

Option to Purchase	\$ 8.72	01/03/2012	01/03/2019	MNR Common Stock	65,000
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Common
Stock

Qualified
Stock

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

Qualified
Stock

Option to Purchase	\$ 7.25	10/20/2009	10/20/2016	MNR Common Stock	65,000
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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

12/16/2015

__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 333.798 shares acquired in December under the MNR Dividend Reinvestment and Stock Purchase Plan.
- (2) Includes 571.46 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan These shares are not required to be reported but are being reported on this Form 4 to show total holdings.
- (3) Includes 451.410 shares previously acquired under the MNR Dividend Reinvestment and Stock Purchase Plan. These shares are not required to be reported but are being reported on this Form 4 to show total holdings.

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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