

MONMOUTH REAL ESTATE INVESTMENT CORP  
 Form 4  
 December 17, 2014

**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 \*  
 Nagelberg Allison

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 NORTH, SUITE 3C  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/15/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Legal Counsel

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------|
|                                             |                                      |                                                    |                                | (A) or (D) Code V Amount (D) Price                                |                                                                                               |                                                          |                                                                 |
| Monmouth Real Estate Investment Corporation |                                      |                                                    |                                |                                                                   | 40,908.1057<br>(1)                                                                            | D                                                        |                                                                 |
| Monmouth Real Estate Investment Corporation |                                      |                                                    |                                |                                                                   | 2,838.0513                                                                                    | (2) I                                                    | IRA                                                             |
| Monmouth Real Estate Investment Corporation |                                      |                                                    |                                |                                                                   | 1,000                                                                                         | I                                                        | IRA Account of Spouse                                           |

|                                                      |                        |   |                                        |
|------------------------------------------------------|------------------------|---|----------------------------------------|
| Monmouth<br>Real Estate<br>Investment<br>Corporation | 495.992 <sup>(3)</sup> | I | Account is<br>C/F Son<br>Cory          |
| Monmouth<br>Real Estate<br>Investment<br>Corporation | 495.992 <sup>(4)</sup> | I | Account is<br>C/F<br>Daughter<br>Haley |
| Monmouth<br>Real Estate<br>Investment<br>Corporation | 490.963 <sup>(5)</sup> | I | Account is<br>C/F Son<br>Jesse         |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |               |       |
|-------------------------------------------------------------------------|---------------|-----------|---------------|-------|
|                                                                         | Director      | 10% Owner | Officer       | Other |
| Nagelberg Allison<br>3499 ROUTE 9 NORTH, SUITE 3C<br>FREEHOLD, NJ 07728 |               |           | Legal Counsel |       |

## Signatures

Susan M. Jordan                      12/17/2014

\_\_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 494.1599 shares acquired through dividend reinvestment on 12/15/2014 and 5,180 shares held in the 401k Plan as of 12/2014.
- (2) Includes 39.7858 shares acquired through dividend reinvestment on 12/15/2014.
- (3) Includes 6.825 shares acquired through dividend reinvestment on 12/15/2014.
- (4) Includes 6.825 shares acquired through dividend reinvestment on 12/15/2014.
- (5) Includes 6.756 shares acquired through dividend reinvestment on 12/15/2014.

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.