

LANDY EUGENE W  
Form 4  
December 13, 2007

**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 [MNRTA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
12/12/2007

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

JUNIPER BUSINESS PLAZA,  
SUITE 3-C, 3499 RT. 9 NORTH

(Street)

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

FREEHOLD, NJ 07728

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| MNRTA Common Stock              |                                      |  |                                | (A) or (D)  | 473,737.867   | D  |   |
| MNRTA Common Stock              |                                      |  |                                | (A) or (D)  | 111,035.061   | I  | Spouse  |
| MNRTA Common Stock              |                                      |  |                                | (A) or (D)  | 168,091.196   | I  | Landy & Landy Employees' Pension Plan                 |

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|                          |             |   |  |
|--------------------------|-------------|---|--|
| MNRTA<br>Common<br>Stock | 216,992.673 | I | Landy &<br>Landy<br>Employees'<br>Profit Sharing<br>Plan |
| MNRTA<br>Common<br>Stock | 13,048      | I | Landy<br>Investments,<br>Ltd.                            |
| MNRTA<br>Common<br>Stock | 86,200      | I | Eugene W.<br>and Gloria<br>Landy Family<br>Foundation    |

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<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 of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>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) |                     |                    |                          |                                     |
|--|--|---|---|--------------------------------------|--|--|---|---------------------|--------------------|--------------------------|-------------------------------------|
|  |  |   |   | Code                                 | V  | (A)  | (D)   | Date<br>Exercisable | Expiration<br>Date | Title                    | Amount<br>or<br>Number<br>of Shares |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 8.22  | 12/12/2007                              |   | A                                    | 65,000<br><u>(1)</u>   | 12/12/2008   | 12/12/2015  |                     |                    | MNRTA<br>Common<br>Stock | 65,000                              |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 5.04  |   |   |                                      |  | 04/04/2002   | 10/04/2009  |                     |                    | MNRTA<br>Common<br>Stock | 32,750                              |
| Qualified<br>Stock<br>Option to                                | \$ 8.7   |   |   |                                      |  | 09/21/2006   | 09/21/2013  |                     |                    | MNRTA<br>Common<br>Stock | 16,375                              |

|  |         |  |            |            |                          |        |  |
|--|---------|--|------------|------------|--------------------------|--------|--|
| Purchase<br>Common<br>Stock                                    |         |  |            |            |                          |        |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 8.05 |  | 01/22/2008 | 01/22/2015 | MNRTA<br>Common<br>Stock | 16,375 |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 8.15 |  | 08/02/2007 | 08/02/2014 | MNRTA<br>Common<br>Stock | 65,000 |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 7.13 |  | 06/21/2003 | 06/21/2010 | MNRTA<br>Common<br>Stock | 65,000 |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 6.9  |  | 01/22/2004 | 01/22/2011 | MNRTA<br>Common<br>Stock | 65,000 |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 7.89 |  | 08/03/2005 | 08/03/2012 | MNRTA<br>Common<br>Stock | 65,000 |  |
| Qualified<br>Stock<br>Option to<br>Purchase<br>Common<br>Stock | \$ 8.28 |  | 08/10/2006 | 08/10/2013 | MNRTA<br>Common<br>Stock | 65,000 |  |

## Reporting Owners

| Reporting Owner Name / Address                      | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| LANDY EUGENE W<br>JUNIPER BUSINESS PLAZA, SUITE 3-C | X             | X         | President |       |

3499 RT. 9 NORTH  
FREEHOLD, NJ 07728

## Signatures

Eugene W.  
Landy

12/13/2007

    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) New stock option granted on 12/12/2007 for 65,000 shares.

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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