

UMH PROPERTIES, INC.
Form 4
August 18, 2015

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 EUGENE W

(Last) (First) (Middle)

3499 RT. 9 NORTH, SUITE 3-C

(Street)

FREEHOLD, NJ 07728

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
UMH PROPERTIES, INC. [UMH]

3. Date of Earliest Transaction
(Month/Day/Year)
08/17/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman of the Board

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)			
UMH Properties, Inc.	08/17/2015		P	V	2,739.726	A	\$ 9.125	27,668.896 ⁽¹⁾	I	Juniper Plaza Associates
UMH Properties, Inc.	08/17/2015		P	V	2,739.726	A	\$ 9.125	21,948.716 ⁽²⁾	I	Windsor Industrial Park Associates
UMH Properties, Inc.								609,211.857	D	
								99,872.121	I	Spouse

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UMH Properties, Inc.							
UMH Properties, Inc.		172,607.725	I				Landy Investments
UMH Properties, Inc.		57,561.288	I				Landy & Landy Employees' Pension Plan
UMH Properties, Inc.		66,912.51	I				Landy & Landy Employees' Profit Sharing Plan
UMH Properties, Inc.		100,000	I				Eugene W. and Gloria Landy Family Foundation

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 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
UMH Properties, Inc.	\$ 9.82					06/24/2016	06/24/2023	UMH Properties, Inc.	100,000
	\$ 9.85					06/11/2015	06/11/2022		100,000

UMH Common Stock					UMH Common Stock
UMH Common Stock	\$ 10.08		06/26/2014	06/26/2021	UMH Common Stock 100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LANDY EUGENE W 3499 RT. 9 NORTH SUITE 3-C FREEHOLD, NJ 07728	X			Chairman of the Board

Signatures

Eugene W. 08/18/2015
Landy

 **Signature of Date
Reporting Person

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).
 - Includes 2,739.726 shares purchased under the UMH Dividend Reinvestment and Stock Purchase Plan on August 17, 2015. Also includes
 - (1) 940.79 shares previously acquired under the UMH Dividend Reinvestment and Stock Purchase Plan. The 940.79 shares are not required to be reported but are being reported on this Form 4 to show total holdings.
 - Includes 2,739.726 shares purchased under the UMH Dividend Reinvestment and Stock Purchase Plan on August 17, 2015. Also includes
 - (2) 371.59 shares previously acquired under the UMH Dividend Reinvestment and Stock Purchase Plan. The 371.59 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. 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.