

UMH PROPERTIES, INC.

Form 4

June 28, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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2005  
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burden hours per  
response... 0.5

(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)  
06/26/2013

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| UMH<br>Properties,<br>Inc.            |                                         |                                                             |                                      |                                                                            | 601,037.96                                                                                                         | D                                                                       |                                                                   |
| UMH<br>Properties,<br>Inc.            |                                         |                                                             |                                      |                                                                            | 20,996.87                                                                                                          | I                                                                       | Juniper Plaza<br>Associates                                       |
| UMH<br>Properties,<br>Inc.            |                                         |                                                             |                                      |                                                                            | 16,130.62                                                                                                          | I                                                                       | Windsor<br>Industrial<br>Park<br>Associates                       |
|                                       |                                         |                                                             |                                      |                                                                            | 42,000                                                                                                             | I                                                                       |                                                                   |

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|                      |             |   |  |                                               |
|----------------------|-------------|---|--|-----------------------------------------------|
| UMH Properties, Inc. |             |   |  | Eugene W. Landy Charitable Lead Annuity Trust |
| UMH Properties, Inc. | 99,872.121  | I |  | Spouse                                        |
| UMH Properties, Inc. | 172,607.725 | I |  | Landy Investments                             |
| UMH Properties, Inc. | 57,561.288  | I |  | Landy & Landy Employees' Pension Plan         |
| UMH Properties, Inc. | 65,912.51   | 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 Number Shares |
| UMH Common                                 | \$ 10.08                                               | 06/26/2013                           |                                                    | A                              |                                                                                         | 100,000 (1)                                              |     | 06/26/2014                                                    | 06/26/2021      | UMH Common | 100,000              |

Stock

Stock

## Reporting Owners

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

## Signatures

|                    |            |
|--------------------|------------|
| Eugene W.<br>Landy | 06/28/2013 |
|--------------------|------------|

\_\_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 June 26, 2013 for 100,000 shares of UMH Common Stock.

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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