

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  
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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

(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	\$ 27,668.896 9.125 (1)	I	Juniper Plaza Associates
UMH Properties, Inc.	08/17/2015		P	V	\$ 21,948.716 9.125 (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.**

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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)
				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.  
Landy

08/18/2015

\_\_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 2,739.726 shares purchased under the UMH Dividend Reinvestment and Stock Purchase Plan on August 17, 2015. Also includes 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.
  - (2) Includes 2,739.726 shares purchased under the UMH Dividend Reinvestment and Stock Purchase Plan on August 17, 2015. Also includes 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.