

UMH PROPERTIES, INC.

Form 4

December 16, 2016

**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

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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LANDY SAMUEL A

(Last) (First) (Middle)

3499 ROUTE 9 NORTH, SUITE 3C

(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)  
12/15/2016

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)

President and CEO

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 Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|---|--|
| UMH<br>Properties,<br>Inc.            |   |   |                                      |  | 424,908.1965<br>(1)  | D   |  |
| UMH<br>Properties,<br>Inc.            |   |   |                                      |  | 42,552.604 (2)   | I   | Held with<br>Spouse  |
| UMH<br>Properties,<br>Inc.            |   |   |                                      |  | 6,220.64   | I   | Sam Landy<br>Family Ltd.<br>Partnership                        |
| UMH<br>Properties,                    |   |   |                                      |  | 48,000   | I   | Co-Manager<br>of EWL   |

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Inc.,

Grandchildren  
Fund LLC

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

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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 Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|---|--|---|---|--------------------------------------|--|--|---|--|
| UMH<br>Properties,<br>Inc.                          | \$ 9.77  |   |   |                                      |  | 04/05/2017 04/05/2024  | UMH<br>Properties,<br>Inc.  | 50,000                                 |
| UMH<br>Properties,<br>Inc.                          | \$ 9.82  |   |   |                                      |  | 06/24/2016 06/24/2023  | UMH<br>Properties,<br>Inc.  | 50,000                                 |
| UMH<br>Properties,<br>Inc.                          | \$ 9.85  |   |   |                                      |  | 06/11/2015 06/11/2022  | UMH<br>Properties,<br>Inc.  | 50,000                                 |
| UMH<br>Properties,<br>Inc.                          | \$ 10.08   |   |   |                                      |  | 06/26/2014 06/26/2021  | UMH<br>Properties,<br>Inc.  | 50,000                                 |
| UMH<br>Properties,<br>Inc.                          | \$ 9.13  |   |   |                                      |  | 01/08/2011 01/08/2018  | UMH<br>Properties,<br>Inc.  | 10,900                                 |
| UMH<br>Properties,<br>Inc.                          | \$ 8.3   |   |   |                                      |  | 01/08/2011 01/08/2018  | UMH<br>Properties,<br>Inc.  | 14,100                                 |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| LANDY SAMUEL A<br>3499 ROUTE 9 NORTH, SUITE 3C<br>FREEHOLD, NJ 07728 | X             |           | President and CEO |       |

## Signatures

Susan M. Jordan                      12/16/2016

\_\_\_\_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 1,027,908 shares acquired through dividend reinvestment on 12/15/2016 and 67,916 shares held in 401K Plan as of 12/2016.
- (2) Includes 48,245 shares acquired through dividend reinvestment on 12/15/2016.

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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