MONMOUTH REAL ESTATE INVESTMENT CORP Form 8-K December 20, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 20, 2013

MONMOUTH REAL ESTATE INVESTMENT CORPORATION

(Exact name of Registrant as specified in its charter)

MARYLAND		001-33177	<u>22-1897375</u>	
(State or other jurisdi	iction	(Commission	(IRS Employer	
of incorporation)	File	Number)	Identification Number)	

3499 Route 9N, Suite 3C, Freehold, NJ 07728

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (732) 577-9996

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

[] Written communications pursuant to Rule 425 under Securities Act (17 CFR 230.425)

[] Soliciting material pursuant to Rule 142-12 under the Exchange Act (17 CFR 240.14a-12

[] Pre-commencement communications pursuant to rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

[] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01

Entry into a Material Definitive Agreement.

On December 20, 2013, the Company executed a sixth amendment to the employment agreement with Eugene W. Landy, Chairman of Board. This amendment reflects an increase in Eugene W. Landy s annual base salary from \$275,000 to \$385,000. This amendment is effective as of January 1, 2014.

Item 9.01

Financial Statements and Exhibits.

(d) Exhibits.

99.1 Employment Agreement Eugene W. Landy, dated December 20, 2013

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MONMOUTH REAL ESTATE INVESTMENT CORPORATION

/s/ Kevin S. Miller

KEVIN S. MILLER

Chief Financial and Accounting Officer

Date _____ December 20, 2013

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1; border-left-width: 0; border-right-width: 1; border-bottom-width: 1">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)8. Price of Derivative Security (Instr. 5)9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)11. Nature of Indirect Beneficial Ownership (Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Common Stock Equivalent Units (<u>3)</u>04/24/2012 A(<u>4</u>) 2,178 (<u>5</u>) (<u>5</u>) Common Stock 2,178 (<u>3</u>) 2,178 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUBBARD ROBERT GLENN 200 PARK AVENUE NEW YORK, NY 10166	X			
Signatures				
Richard S. Collins, authorized signer		04/26/2012		
**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) The reported transaction is pursuant to the Non-Management Director Compensation arrangements whereby 50% of the annual retainer fees are paid in the Company's common stock.
- (2) The amount reported reflect a prorated portion of the Annual Retainer Fee beginning October 1, 2011 and ending with April 2012.
- (3) Each share of Common Stock Equivalent Unit is the economic value of one share of MetLife, Inc. common stock.

The reported Common Stock Equivalent Units were acquired pursuant to the Non-Management Director Compensation arrangements(4) whereby Directors may elect to defer receipt of cash retainer fees into a fund that tracks the MetLife Common Stock. When such Common Stock Equivalent Units are distributed, they are settled in cash.

Common Stock Equivalent Units were acquired pursuant to the MetLife Deferred Compensation Plan for Non-Management Directors(5) whereby Directors may elect to defer receipt of cash retainer fees for a specified period of time into a fund that tracks the MetLife Common Stock. When such Common Stock Equivalent Units are distributed, they are settled in cash.

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.