

UMH PROPERTIES, INC.

FORM 8-K (Current report filing)

Filed 02/10/22 for the Period Ending 02/08/22

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|-------------|--|
| Address | 3499 ROUTE 9 N, SUITE 3-C JUNIPER BUSINESS PLAZA FREEHOLD, NJ, 07728 |
| Telephone | 7325779997 |
| CIK | 0000752642 |
| Symbol | UMH |
| SIC Code | 6798 - Real Estate Investment Trusts |
| Industry | Residential REITs |
| Sector | Financials |
| Fiscal Year | 12/31 |

**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): February 8, 2022

UMH Properties, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Maryland
(State or Other Jurisdiction of Incorporation)

001-12690
(Commission File Number)

22-1890929
(I.R.S. Employer Identification No.)

Juniper Business Plaza, Suite 3-C
3499 Route 9 North
Freehold, New Jersey
(Address of principal executive offices)

07728
(Zip Code)

Registrant's telephone number, including area code: **(732) 577-9997**

Not Applicable
(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:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---|------------------------------|--|
| Common Stock \$.10 par value | UMH | New York Stock Exchange |
| 6.75% Series C Cumulative Redeemable Preferred Stock, \$.10 par value | UMH PRC | New York Stock Exchange |
| 6.375% Series D Cumulative Redeemable Preferred Stock, \$.10 par value | UMH PRD | New York Stock Exchange |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter): Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 7.01 Regulation FD Disclosure.

On February 8, 2022, the Company issued a press release announcing that its common stock had been approved for listing on the Tel Aviv Stock Exchange.

The information being furnished pursuant to this Item 7.01, including Exhibit 99.1 to this report, shall not be deemed “filed” for any purpose, including for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of such section. The information in this report, including Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, unless specifically incorporated by reference into any such filing. This report will not be deemed an admission as to the materiality of any information in this report that is required to be disclosed solely by Regulation FD.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| | |
|-----------------------|---|
| 99.1 | Press Release dated February 8, 2022 |
| 104.1 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

SIGNATURE

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.

Date: February 10, 2022

UMH PROPERTIES, INC.

By: /s/ Craig Koster

Name: Craig Koster

Title: General Counsel and Corporate Secretary

Exhibit Index

| | |
|----------------------|---|
| 99.1 | Press release dated February 8, 2022 |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

**UMH PROPERTIES, INC. ANNOUNCES DUAL LISTING OF COMMON STOCK
ON THE TEL AVIV STOCK EXCHANGE**

FREEHOLD, NJ, Feb. 08, 2022 (GLOBE NEWSWIRE) -- UMH Properties, Inc. (NYSE:UMH), announced today that its common stock has been approved for listing on the Tel Aviv Stock Exchange (TASE). Trading on the TASE is expected to begin on or about Wednesday, February 9, 2022, under the ticker symbol UMH.

UMH's common stock will continue to be listed on the New York Stock Exchange (NYSE) and the Company will remain subject to the rules and regulations applicable to NYSE-listed companies. Investors should note that trading on the TASE occurs Sunday through Thursday from 9:30 am to 5:30 pm Israel time, except on TASE trading holidays. The TASE Clearing House is electronically linked to the Depository Trust Company, a subsidiary of the Depository Trust & Clearing Corporation, to automate the cross-border settlement of shares listed on both the TASE and the NYSE. No new shares of the Company's common stock are being issued in connection with the listing on the TASE.

Samuel A. Landy, President and Chief Executive Officer, commented "We are proud to be the first NYSE-listed REIT that is dual listed in Israel and of the iL.A+ rating we received at the corporate level from S&P Global Ratings Maalot Ltd., an Israeli credit rating agency. We are excited to create an opportunity for the Israeli public to invest in our Company and the manufactured home industry. The additional liquidity of our common stock and the Company's increased access to capital should benefit our shareholders."

ABOUT UMH PROPERTIES, INC.

UMH Properties, Inc., which was organized in 1968, is a public equity REIT that owns and operates 127 manufactured home communities with approximately 24,000 developed homesites. These communities are located in New Jersey, New York, Ohio, Pennsylvania, Tennessee, Indiana, Maryland, Michigan, Alabama and South Carolina. UMH also owns and operates one community in Florida, containing 219 sites, through its joint venture with Nuveen Real Estate.

FORWARD-LOOKING STATEMENTS

This press release may contain statements that are not historical facts and may be deemed forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Forward-looking statements provide our current expectations or forecasts of future events. Forward-looking statements include statements about the Company's expectations, beliefs, intentions, plans, objectives, goals, strategies, future events, performance and underlying assumptions and other statements that are not historical facts. Forward-looking statements can be identified by their use of forward-looking words, such as "may," "will," "anticipate," "expect," "believe," "intend," "plan," "should," "seek" or comparable terms, or the negative use of those words, but the absence of these words does not necessarily mean that a statement is not forward-looking.

The forward-looking statements are based on our beliefs, assumptions and expectations of our future performance, taking into account all information currently available to us. Forward-looking statements are not predictions of future events. These beliefs, assumptions and expectations can change as a result of many possible events or factors, not all of which are known to us. Any forward-looking statement speaks only as of the date on which it is made. New risks and uncertainties arise over time, and it is not possible for us to predict those events or how they may affect us. Except as required by law, we are not obligated to, and do not intend to, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Contact: Nelli Madden
732-577-4062