

SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB Number: 3235-0287  
Estimated average burden  
hours per response: 0.5☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

|                                                                    |           |              |                                                                                    |  |  |                                                                                                                                                                                                                                                                      |  |  |
|--------------------------------------------------------------------|-----------|--------------|------------------------------------------------------------------------------------|--|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person *<br><u>LANDY SAMUEL A</u> |           |              | 2. Issuer Name and Ticker or Trading Symbol<br><u>UMH PROPERTIES, INC. [ UMH ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><br><u>President and CEO</u> |  |  |
| (Last)                                                             | (First)   | (Middle)     | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>06/17/2024</u>              |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                                                                            |  |  |
| 3499 ROUTE 9 NORTH<br>STE 3C                                       |           |              | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |  |  |                                                                                                                                                                                                                                                                      |  |  |
| (Street)                                                           |           |              |                                                                                    |  |  |                                                                                                                                                                                                                                                                      |  |  |
| <u>FREEHOLD</u>                                                    | <u>NJ</u> | <u>07728</u> |                                                                                    |  |  |                                                                                                                                                                                                                                                                      |  |  |
| (City)                                                             | (State)   | (Zip)        |                                                                                    |  |  |                                                                                                                                                                                                                                                                      |  |  |

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|-------------------------------------------------------------------|------------|-------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V | Amount                                                            | (A) or (D) | Price |                                                                                               |                                                          |                                                       |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |       | 1,156,006.99 <sup>(1)</sup>                                                                   | D                                                        |                                                       |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |       | 11,000.45 <sup>(2)</sup>                                                                      | I                                                        | Held by Spouse                                        |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |       | 44,185.8 <sup>(3)</sup>                                                                       | I                                                        | Held with Spouse                                      |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |       | 46,954.01 <sup>(4)</sup>                                                                      | I                                                        | The Landy 2022 Family Trust                           |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |       | 48,000                                                                                        | I                                                        | Co-Manager of EWL Grandchildren Fund LLC              |

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|----------------------------------------------------------------------------------------|---|----------------------------------------------------------|-----|-----------------------------------------------------------------------------------|-----------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
|                                            |                                                        |                                      |                                                    |                                | Code                                                                                   | V | (A)                                                      | (D) | Date Exercisable                                                                  | Expiration Date | Title                                      | Amount or Number of Shares                                                                         |                                                           |                                                        |
| UMH Properties, Inc.                       | \$14.36                                                |                                      |                                                    |                                |                                                                                        |   |                                                          |     | 03/21/2024                                                                        | 03/21/2033      | UMH Properties, Inc.                       | 29,500                                                                                             |                                                           |                                                        |
| UMH Properties, Inc.                       | \$13.09                                                |                                      |                                                    |                                |                                                                                        |   |                                                          |     | 04/02/2019                                                                        | 04/02/2028      | UMH Properties, Inc.                       | 50,000                                                                                             |                                                           |                                                        |
| UMH Properties, Inc.                       | \$15.04                                                |                                      |                                                    |                                |                                                                                        |   |                                                          |     | 04/04/2018                                                                        | 04/04/2027      | UMH Properties, Inc.                       | 50,000                                                                                             |                                                           |                                                        |
| UMH Properties, Inc.                       | \$14.25                                                |                                      |                                                    |                                |                                                                                        |   |                                                          |     | 01/19/2018                                                                        | 01/19/2027      | UMH Properties, Inc.                       | 50,000                                                                                             |                                                           |                                                        |

## Explanation of Responses:

1. Includes 4,479.67 shares acquired through dividend reinvestment on 6/17/24, and 90,996 shares held in 401(k) as of 6/17/24.  
2. Includes 12.12 shares acquired through dividend reinvestment on 6/17/24.  
3. Includes 8.83 shares acquired through dividend reinvestment on 6/17/24.

4. Includes 674.58 shares acquired through dividend reinvestment on 6/17/24.

Nelli Madden

07/08/2024

\*\* Signature of Reporting Person

Date

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

\* 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).

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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☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|                                                                   |           |              |                                                                                    |  |                                                                                                                                                                                                                                                     |  |
|-------------------------------------------------------------------|-----------|--------------|------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| 1. Name and Address of Reporting Person*<br><b>LANDY EUGENE W</b> |           |              | 2. Issuer Name and Ticker or Trading Symbol<br><b>UMH PROPERTIES, INC. [ UMH ]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chairman</b> |  |
| (Last)                                                            | (First)   | (Middle)     | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>07/08/2024</b>              |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                                                           |  |
| 3499 ROUTE 9 NORTH SUITE 3C                                       |           |              | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |  |                                                                                                                                                                                                                                                     |  |
| (Street)                                                          |           |              |                                                                                    |  |                                                                                                                                                                                                                                                     |  |
| <b>FREEHOLD</b>                                                   | <b>NJ</b> | <b>07728</b> |                                                                                    |  |                                                                                                                                                                                                                                                     |  |
| (City)                                                            | (State)   | (Zip)        |                                                                                    |  |                                                                                                                                                                                                                                                     |  |

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|-------------------------------------------------------------------|------------|---------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V | Amount                                                            | (A) or (D) | Price   |                                                                                               |                                                          |                                                       |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |         | 993,757.9                                                                                     | D                                                        |                                                       |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |         | 112,849                                                                                       | I                                                        | The Sheltered Family Trust                            |
| UMH Properties, Inc.            | 07/08/2024                           |                                                    | G                              |   | 8,500                                                             | D          | \$16.37 | 144,380 <sup>(1)</sup>                                                                        | I                                                        | Eugene W. and Gloria Landy Family Foundation          |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |         | 33,561.288                                                                                    | I                                                        | Landy & Landy Employees' Pension Plan                 |
| UMH Properties, Inc.            |                                      |                                                    |                                |   |                                                                   |            |         | 42,912.51                                                                                     | I                                                        | Landy & Landy Employees' Profit Sharing Plan          |

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|----------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------------|----------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V |                                                                                        | Date Exercisable                                         | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                           |                                                        |
| UMH Properties, Inc.                       | \$15.66                                                |                                      |                                                    |                                |   |                                                                                        | 03/26/2025                                               | 03/26/2034      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |
| UMH Properties, Inc.                       | \$14.36                                                |                                      |                                                    |                                |   |                                                                                        | 03/21/2024                                               | 03/21/2033      | UMH Properties, Inc.                                                              | 75,000                     |                                            | 75,000                                                                                             | D                                                         |                                                        |
| UMH Properties,                            | \$18.52                                                |                                      |                                                    |                                |   |                                                                                        | 09/09/2023                                               | 09/09/2032      | UMH Properties,                                                                   | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---|----------------------------------------------------------------------------------------|-----|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------------|----------------------------|--------------------------------------------|----------------------------------------------------------------------------------------------------|-----------------------------------------------------------|--------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V | (A)                                                                                    | (D) | Date Exercisable                                         | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                           |                                                        |
| Inc.                                       |                                                        |                                      |                                                    |                                |   |                                                                                        |     |                                                          |                 | Inc.                                                                              |                            |                                            |                                                                                                    |                                                           |                                                        |
| UMH Properties, Inc.                       | \$22.57                                                |                                      |                                                    |                                |   |                                                                                        |     | 07/14/2022                                               | 07/14/2031      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |
| UMH Properties, Inc.                       | \$9.7                                                  |                                      |                                                    |                                |   |                                                                                        |     | 03/25/2021                                               | 03/25/2030      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |
| UMH Properties, Inc.                       | \$13.9                                                 |                                      |                                                    |                                |   |                                                                                        |     | 04/02/2020                                               | 04/02/2029      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |
| UMH Properties, Inc.                       | \$13.09                                                |                                      |                                                    |                                |   |                                                                                        |     | 04/02/2019                                               | 04/02/2028      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |
| UMH Properties, Inc.                       | \$15.04                                                |                                      |                                                    |                                |   |                                                                                        |     | 04/04/2018                                               | 04/04/2027      | UMH Properties, Inc.                                                              | 100,000                    |                                            | 100,000                                                                                            | D                                                         |                                                        |

**Explanation of Responses:**

1. Gift transfer.

Nelli Madden07/08/2024

\*\* Signature of Reporting Person

Date

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

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