

UMH PROPERTIES, INC.  
Form 8-K  
August 02, 2017  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 2, 2017

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UMH Properties, Inc.  
(Exact name of registrant as specified in its charter)

Maryland 001-12690 22-1890929  
(State or other jurisdiction of incorporation) (Commission (IRS Employer  
File Number) Identification No.)

Juniper Business Plaza, Suite 3-C  
3499 Route 9 North 07728  
Freehold, New Jersey (Zip Code)  
(Address of principal executive offices)

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 (see General Instruction A.2. below):

- 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))

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 8.01 Other Events.

Closing of Sale of Series C Preferred Stock

On August 2, 2017, UMH Properties, Inc. (the "Company") sold an additional 750,000 shares (the "Shares") of its 6.75% Series C Cumulative Redeemable Preferred Stock ("Series C Preferred Stock"), pursuant to the exercise of the over-allotment option granted by the Company as set forth in that certain Underwriting Agreement (the "Underwriting Agreement") by and among the Company and BMO Capital Markets Corp. and Stifel, Nicolaus & Company, Incorporated, as representatives of the several underwriters listed on Schedule I thereto (the "Underwriters"). The Company granted the over-allotment option to the Underwriters in connection with its previously disclosed underwritten public offering of 5,000,000 shares of Series C Preferred Stock, which was completed on July 26, 2017. The sale of the additional 750,000 Shares pursuant to the over-allotment option resulted in approximately \$18.2 million in additional net proceeds to the Company, before payment of estimated offering expenses.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Not Applicable

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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: August 2, 2017 UMH PROPERTIES, INC.

By: /s/ Anna T. Chew

Name: Anna T. Chew

Title: Vice President, Chief Financial Officer and Treasurer