Edgar Filing: MARTIN GERARD M - Form 4

| MARTIN G | ERARD M | | | | | | | | | | | |
|---|---------------------|---------------|------------------------|------------------------|------------------------------|----------------------|-----------|---|---|---------------------------------------|------------------------|--|
| Form 4 | | | | | | | | | | | | |
| June 19, 200 |)9 | | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | | NUCCION | OMB APPROVAL | | |
| | UNITED | STATES | | | AND EXC , D.C. 205 | | IGE | CON | IMISSION | OMB Number: | 3235-0287 | |
| Check the | | | , va | Shington | , D.C. 20. | ------------- | | | | Expires: | January 31, | |
| if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSH | | | | | | RSHIP OF | . 200 | | | | | |
| subject t Section | | SECURITIES | | | | | | | | Estimated average burden hours per | | |
| Form 4 | | | | | | | | | | response 0.5 | | |
| Form 5 obligatio | | | | | | | | C | et of 1934, | | | |
| may con | | | | • | • | | | | 35 or Section | | | |
| See Instr | ruction | 30(n) | of the Ir | ivestment | t Company | Act | 01 19 | 940 | | | | |
| 1(b). | | | | | | | | | | | | |
| (Print or Type | Responses) | | | | | | | | | | | |
| 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) | | | | | | | on(s) to | | | | | |
| MARTIN GERARD M Symbol | | | | | Issu | | | | suei | | | |
| | | | RMR F | .I.R.E. Fu | und [RFR] | | | | (Check | all applicable) | | |
| (Last) | (First) (| Middle) | | f Earliest Transaction | | | | | | | | |
| | | | | h/Day/Year) | | | | | Director 10% Owner Officer (give titleX Other (specify | | | |
| CENTRE S | | ., 400 | 06/18/2 | 009 | | | | belo | w) | below) k VP of Advis | | |
| (Street) 4. If Ame | | | endment, Date Original | | | | 6. I | 6. Individual or Joint/Group Filing(Check | | | | |
| | | | Filed(Mo | nth/Day/Yea | r) | | | | licable Line) | | | |
| NEWTON | MA 02459 | | | | | | | | Form filed by On Form filed by Mo | | | |
| NEWION, | MA 02458 | | | | | | | Pers | | 1 | U | |
| (City) | (State) | (Zip) | Tab | le I - Non-l | Derivative S | ecurit | ies A | cquire | d, Disposed of, | or Beneficially | y Owned | |
| 1.Title of | 2. Transaction Date | | | 3. | | | uired | (A) or | 5. Amount of | 6. | 7. Nature of | |
| Security (Instr. 3) | (Month/Day/Year) | Execution any | Date, if | Code | orDisposed o (Instr. 3, 4 | | | | Securities Beneficially | Ownership Form: | Indirect Beneficial | |
| (11041-0) | | | ay/Year) | (Instr. 8) | (111541-0,) 1 | | | | Owned | | Ownership | |
| | | | | | | | | | Following Reported | or Indirect | (Instr. 4) | |
| | | | | | | | (A) | | Transaction(s) | (I) (Instr. 4) | | |
| | | | | Code V | Amour | nt | or (D) | Price | (Instr. 3 and 4) | | | |
| Common | | | | | <i>i</i> mou | | (D) | Thee | | | | |
| Shares of | 06/18/2000 | | | I (1) | 127 014 | 177 | D | (1) | 0 | D | | |
| Beneficial | 06/18/2009 | | | J <u>(1)</u> | 137,844.4 | +// | D | <u>(1)</u> | 0 | D | | |
| Interest | | | | | | | | | | | | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | 4. Transactio Code (Instr. 8) | 5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration D (Month/Day/ e | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | le and int of rlying ities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|---|---|---|--|---|----------------------------------|--|-------|---|---|--|
| | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|------------|---------|--------------------------|--|--|--|--|
| I. O. I. | Director | 10% Owner | Officer | Other | | | | |
| MARTIN GERARD M C/O RMR ADVISORS, INC. 400 CENTRE STREET NEWTON, MA 02458 | | | | Director & VP of Advisor | | | | |
| Signatures | | | | | | | | |
| /s/ Mark L. Kleifges, attorney-in-fact | | 06/19/2009 | 9 | | | | | |
| **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).

On June 18, 2009, RFR reorganized with RMR Real Estate Income Fund ("RIF"). In this reorganization the assets of RFR were transferred to, and the liabilities of RFR were assumed by, RIF in exchange for common shares and auction preferred shares of RIF. In

(1) connection with this reorganization, Mr. Martin acquired an amount of RIF common shares with an aggregate net asset value equal to the aggregate net asset value of the RFR common shares owned by Mr. Martin on June 18, 2009, and Mr. Martin's RFR common shares were cancelled on the books of RFR and became null and void.

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.