

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL	
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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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person <b>MAY JONATHAN P</b>		2. Issuer Name and Ticker or Trading Symbol <b>INDUS REALTY TRUST, INC. [INDT]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)					
(Last) (First) (Middle) <b>641 LEXINGTON AVENUE</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>06/16/2021</b>							
(Street) <b>NEW YORK, NY 10022</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person					
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>							
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)			

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

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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 Date 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 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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
						Code	V	(A)	(D)			
Restricted Stock Units	<a href="#">1</a>	06/16/2021		A	668.90	06/16/2022 (2)	06/16/2031 (2)	Common Stock	668.90	\$ 0	668.90	D
Common Stock Options (right to buy)	\$ 31.38					09/18/2012	09/17/2022	Common Stock	1,911		1,911	D
Common Stock Options (right to buy)	\$ 28.95					05/14/2015	05/13/2023	Common Stock	1,381		1,381	D
Common Stock Options (right to buy)	\$ 27.52					05/13/2016	05/12/2024	Common Stock	1,453		1,453	D
Common Stock Options (right to buy)	\$ 30.71					05/12/2017	05/11/2025	Common Stock	1,302		1,302	D
Common Stock Options (right to buy)	\$ 25.60					05/10/2018	05/10/2026	Common Stock	1,562		1,562	D
Common Stock	\$ 29.78					05/09/2019	05/09/2027	Common Stock	1,343		1,343	D

Options (right to buy)														
Common Stock Options (right to buy)	\$ 37.65						05/15/2020	05/15/2028	Common Stock	1,061		1,061	D	
Common Stock Options (right to buy)	\$ 36.19						05/14/2021	05/14/2029	Common Stock	1,104		1,104	D	
Common Stock Options (right to buy)	\$ 37.49						05/07/2022	05/07/2030	Common Stock	1,067		1,067	D	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAY JONATHAN P 641 LEXINGTON AVENUE NEW YORK, NY 10022	X			

**Signatures**

/s/Jonathan P. May                      06/21/2021  
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) Each restricted stock unit represents the contingent right to receive one share of common stock upon vesting of the unit.
- (2) All of the restricted stock units are scheduled to vest on June 16, 2022.

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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