

GOULD FREDRIC H Form 4

Revision No.: 2013-12-19

FORM 4

Check this box ifno longer subject to Section 16. Form4 or Form5 obligations may continue. See Instruction 1(b).

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

| 3235-0287 |
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| December 31, 2014 |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * GOULD FREDRIC H | 2. Issuer Ticker or Trading Symbol BRT REALTY TRUST [BRT] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|---|--|--|--|--|
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/19/2013 | ☐ Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below) | | | |
| 60 CUTTER MILL RD STE 303 | 4. If Amendment, Date Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Will be automatically set) | | | |
| (Street) GREAT NECK, NEW YORK 11021 | | Form filed by One Reporting Person Formfiled by More than One Reporting Person | | | |
| (City) (State) (Zip) | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| H o 1 | 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | | | | uired (A) or Disposed of | of (D) | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect Beneficial Ownership |
|------------------|--------------------------------|---|----------------------------------|------|---|--------|--------------------------|--------|--|--------------------------------------|--|
| d i n g | | | any (Month/Day/Year) | Code | V | Amount | (A) or (D) | Price | Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | (D) or Indirect (I) (Instr. 4) | (Instr. 4) |
| ~ | Shares of Beneficial Interest | | | | | | | | 247,271 | D | |
| V | Shares of Beneficial Interest | | | | | | | | 37,081 | Ι | By corporation |
| V | Shares of Beneficial Interest | | | | | | | | 25,260 | Ι | By partnership |
| V | Shares of Beneficial Interest | | | | | | | | 30,981 | Ι | By spouse |
| V | Shares of Beneficial Interest | | | | | | | | 33,259 | I | By REIT Mgt. Corp. pension and profit sharing trusts |
| V | Shares of Beneficial Interest | | | | | | | | 20,874 | Ι | By Gould Family Trust |
| 7 | Shares of Beneficial Interest | | | | | | | | 250,566 | I | By BRT Realty Trust Pension Trust |
| V | Shares of Beneficial Interest | | | | | | | | 23,469 | Ι | By foundation |
| ~ | Shares of Beneficial Interest | | | | | | | | 2,468 | Ι | As custodian |
| | Shares of Beneficial Interest | 12/19/2013 | | P | | 200 | Α | \$7.01 | 2,791,625 | I | By limited partnership |

| 1 | | | | | | | | |
|-------------------------------|------------|---|-------|---|----------|-----------|---|------------------------|
| Shares of Beneficial Interest | 12/19/2013 | P | 700 | A | \$7.00 | 2,792,325 | Ι | By limited partnership |
| Shares of Beneficial Interest | 12/19/2013 | P | 300 | A | \$6.97 | 2,792,625 | Ι | By limited partnership |
| Shares of Beneficial Interest | 12/19/2013 | P | 1,500 | A | \$6.95 | 2,794,125 | Ι | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 1,000 | A | \$7.00 | 2,795,125 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$6.9999 | 2,795,625 | Ι | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$6.9995 | 2,796,125 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 237 | A | \$6.98 | 2,796,362 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$6.97 | 2,796,862 | Ι | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 288 | A | \$6.95 | 2,797,150 | I | By limited partnership |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| H o 1 d | 1. Title of Derivative Security (Instr. 3) | or Exercise Price of | Date (Month/Day/Year) | Execution Date, if any | | Derivative Securities | 6. Date Exercisable Date (Month/Day/Year) | | Secu | e and Amount of Underlying ities . 3 and 4) | Derivative Security | Securities | Ownership Form of | 11. Nature of Indirect Beneficial |
|------------------|--|-------------------------|--------------------------|------------------------|------|--|---|-----------------|------|---|------------------------|--|--|---|
| n g | | Derivative Security | | (Month/Day/Year) | Code | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Date Exercisable | Expiration Date | | Amount or Number of Shares | | Owned Following Reported Transaction(s) | Security: Direct (D) or Indirect | Ownership (Instr. 4) |

| _ | | | _ | |
|---|----|----|-----|--|
| R | em | ar | ks: | |

Fredric H. Gould, by David Kalish, his attorney in fact 12/23/2013 **Signature of Reporting Person Date

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

Note: File three copies of this Form, one of which must be manually signed.

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.

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.

^{*} 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. 78 ff(a).