| GOULD FREDRIC H | Client Reference Number: |
|--------------------------|--------------------------|
| Form 4 | |
| Revision No.: 2014-08-15 | |

FORM 4

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

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

| OMB APPROVAL | |
|--------------------------|-----------|
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| hours per response | |

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) 08/15/2014 | Director | | | | |
| 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 Form filed 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 | 3. Transaction Code (Instr. 8) | | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 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) |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 258,521 | D | |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 25,260 | Ι | By 130 Store Company (1) |
| | Shares of Beneficial Interest | | | | | | | | 20,874 | I | By BRT Realty Trust Pension Trust ⁽²⁾ |
| | Shares of Beneficial Interest | | | | | | | | 250,566 | I | By REIT Mgt. Corp. pension and profit sharing trusts ⁽³⁾ |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 30,981 | I | By spouse ⁽⁴⁾ |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 23,469 | I | By Gould Shenfeld Family Foundation ⁽⁵⁾ |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 33,259 | I | By Gould Family Trust (6) |
| \boxtimes | Shares of Beneficial Interest | | | | | | | | 2,468 | I | As custodian (7) |

| Shares of Beneficial Interest | 08/15/2014 | P | 1,000 | A | \$7.20 | 2,842,997.77 | I | By Gould Investors L.P. (8) |
|-------------------------------|------------|---|-------|---|--------|--------------|---|-----------------------------|
| Shares of Beneficial Interest | 08/18/2014 | P | 200 | A | \$7.20 | 2,843,197.77 | I | By Gould Investors L.P. |

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) | - | (Instr. 8) | | Derivative Securities | 6. Date Exercisable Date (Month/Day/Year) | 1 | Secur | . 3 and 4) | Derivative Security | Derivative Securities | Ownership Form of | 11. Nature of Indirect Beneficial |
|------------------|--|-------------------------|--------------------------|------------------|------------|---|--|---|-----------------|-------|-------------------------------|------------------------|--------------------------|----------------------|---|
| n g | | Derivative Security | | (Month/Day/Year) | Code | V | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Expiration Date | | Amount or Number of Shares | | Owned | | Ownership (Instr. 4) |
| | | | | | | | (Insu. 3, 4, and 3) | | | | | | | or Indirect | |
| | | | | | | | | | | | | | (Instr. 4) | (Instr. 4) | |

Explanation of Responses:

- 1. Reporting person is a partner in 130 Store Company, which owns these shares.
- 2. Reporting person is a trustee of BRT Realty Trust Pension Trust, which owns these shares.
- 3. Reporting person is a trustee of REIT Management Corp. Pension Plan and Profit Sharing Trust, which combined own the number of shares shown.
- 4. Reporting person disclaims any beneficial interest in shares. Reporting person's spouse is a director of the Gould Shenfeld Family Foundation which owns 23,469 shares of issuer.
- 5. Reporting person is a director of the Gould Shenfeld Family Foundation.
- 6. Reporting person is grantor of the Gould Family Trust, which owns these shares.
- 7. Reporting person is custodian of these shares for a minor. Reporting person disclaims any benefiical interest in these shares.
- 8. Reporting person is sole shareholder of the corporate managing general partner of Gould Investors L.P. and sole member of a limited liability company which is the other general partner of Gould Investors L.P. Reporting person also holds limited partnership interests in Gould Investors L.P. both directly and indirectly. These shares represent all shares of issuer owned by Gould Investors L.P. Includes shares obtained through issuer's dividend re-investment plan.

Remarks:

| Fredric H. Gould | 08/19/2014 |
|---------------------------------|------------|
| **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. 78ff(a).