

GOULD JEFFREY
Form 4
Revision No.: 2014-06-18L

Client Reference Number:

FORM 4

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

☐ 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,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Expires: December 31, 2014
Estimated average burden
hours per response... 0.5

1. Name and Address of Reporting Person *	2. Issuer BRT REALTY TRUST	Ticker or Trading Symbol [BRT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
60 CUTTER MILL ROAD, SUITE 303	06/18/2014		<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
(Street)	4. If Amendment, Date Original Filed (Month/Day/Year)		PRESIDENT AND CEO
GREAT NECK, NY 11021			6. Individual or Joint/Group Filing (Will be automatically set)
(City) (State) (Zip)			<input checked="" type="radio"/> Form filed by One Reporting Person
			<input type="radio"/> Form filed by More than One Reporting Person

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

H o l d i n g	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)	Price			
<input checked="" type="checkbox"/>	Shares of beneficial interest								326,871	D	
<input checked="" type="checkbox"/>	Shares of beneficial interest								73,055	I	As custodian ⁽¹⁾
<input checked="" type="checkbox"/>	Shares of beneficial interest								33,259	I	By Gould Family Trust ⁽²⁾
<input checked="" type="checkbox"/>	Shares of beneficial interest								23,469	I	By Gould Shenfeld Family Foundation ⁽³⁾
<input type="checkbox"/>	Shares of Beneficial Interest	06/18/2014		P		100	A	\$7.15	2,840,297.77	I	By Gould Investors L.P. ⁽⁴⁾
<input type="checkbox"/>	Shares of Beneficial Interest	06/19/2014		P		216	A	\$7.15	2,840,513.77	I	By Gould Investors L.P. ⁽⁴⁾
<input type="checkbox"/>	Shares of Beneficial Interest	06/19/2014		P		31	A	\$7.15	2,840,544.77	I	By Gould Investors L.P. ⁽⁴⁾

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

H o l d i n g	1. Title of Derivative Security (Instr. 3)	2. Conversion 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)
					Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- Reporting person holds these shares as custodian for his children. Reporting person disclaims any beneficial interest in these shares.
- Reporting person is a trustee of the Gould Family Trust, which owns these shares.
- Reporting person is a director of the Gould Shenfeld Family Foundation.
- Reporting person is an officer of managing general partner of Gould Investors L.P. Reporting person also holds limited partnership units in Gould Investors L.P. These shares represent all shares of issuer owned by Gould Investors L.P. Includes shares obtained through issuer's dividend reinvestment plan.

Remarks:

Jeffrey A. Gould, by Simeon Brinberg, his attorney in fact

06/23/2014

**Signature of Reporting Person

Date

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

* 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).

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

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