GOULD JEFFREY

Form 4

Revision No.: 2014-12-24

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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).

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

OMB APPROVAL	
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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 JEFFREY	2. Issuer Ticker or Trading Symbol BRT REALTY TRUST [BRT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 60 CUTTER MILL ROAD, SUITE 303	3. Date of Earliest Transaction (Month/Day/Year) 12/24/2014	☐ Director ☐ 10% Owner ☐ Other (specify below)  PRESIDENT AND CEO			
(Street) GREAT NECK, NY 11021 (City) (State) (Zip)	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Will be automatically set)  Form filed by One Reporting Person  Form filed by More than One Reporting Person			

## 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)	;	(Instr. 3, 4 and 5)		5. Amount of 6. Ownership Securities Form: Direct		Ownership	
d i n			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								326,871	D	
	Shares of beneficial interest								23,469	I	By Gould Shenfeld Family Foundation <sup>(1)</sup>
$\boxtimes$	Shares of beneficial interest								73,055	I	As custodian (2)
$\boxtimes$	Shares of beneficial interest								33,259	I	By Gould Family Trust
	Shares of Beneficial Interest	12/24/2014		P		500	A	\$7.05	2,850,409.77	I	By Gould Investors L.P.
	Shares of Beneficial Interest	12/24/2014		P		430	A	\$7.00	2,850,839.77	I	By Gould Investors L.P.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

Н	1. Title of Derivative Security	2. Conversion	3. Transaction	3A. Deemed	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration	7. Title and Amount of Underlying	8. Price of	9. Number of	10.	11. Nature	ı
1	(Instr. 3)	or Exercise	Date	Execution Date, if	(Instr. 8)	Derivative	Date	Securities	Derivative	Derivative	Ownership	of Indirect	ı

1	d i	Price of	(Month/Day/Year) any	1			(Month/Day/Year)		(Instr	. 3 and 4)	Security			Beneficial
	n g	Derivative Security	(Month/Day/Year	Code	V	Disposed of (D)	Date Exercisable	Expiration Date		Amount or Number of Shares	(Instr. 5)		Security:	Ownership (Instr. 4)
						(Instr. 3, 4, and 5)				Shares		Reported	Direct (D) or Indirect	
												Transaction(s) (Instr. 4)	(1) (Instr. 4)	

#### **Explanation of Responses:**

- 1. Reporting person is a director of the Gould Shenfeld Family Foundation.
- 2. Reporting person holds these shares as custodian for his children. Reporting person disclaims any beneficial interest in these shares.
- 3. Reporting person is a trustee of the Gould Family Trust, which owns these shares.
- 4. 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.

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Jeffrey A. Gould by Simeon Brinberg, his attorney in fact	12/29/2014
** 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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).