| GOULD FREDRIC H          | Client Reference Number: |
|--------------------------|--------------------------|
| Form 4                   |                          |
| Revision No.: 2016-02-25 |                          |

## FORM 4

1. Name and Address of Reporting Person \*

GOULD FREDRIC H

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

Shares of Beneficial Interest

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

| OMB APPROVAL      |           |
|-------------------|-----------|
| OMB Number:       | 3235-0287 |
| Estimated average |           |
| burden hours per  |           |
| response:         | 0.5       |

10% Owner

5. Relationship of Reporting Person(s) to Issuer

**✓** Director

(Check all applicable)

#### 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

Ticker or Trading Symbol

2. Issuer

BRT REALTY TRUST

| (Last)   | (First) (Middle                   | 3. Date of Earliest Transaction (Month/Day/Year) 02/25/2016 |                                  |                                   |         | Officer (give title below)  Other (specify below)                 |                   |   |  |                                      |   |  |
|--|-----------------------------------|---|----------------------------------|-----------------------------------|---------|---|-------------------|---|--|--------------------------------------|---|--|
| 60 CUTTER MILL RD STE 303 (Street) GREAT NECK, NEW YORK 11021 (City) (State) (Zip) |                                   |   | 4. If Amendment                  | , Date Original Fil               | ed (Mon | th/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-Derivati                   | ve Securities A                   | cquired | l, Disposed of, o   | or Beneficially C | wned  |  |                                      |   |  |
| H<br>o<br>1  | 1.Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year)                     | 2A. Deemed<br>Execution Date, if | 3. Transaction Code<br>(Instr. 8) | e       | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                   |   | 5. Amount of<br>Securities   | 6. Ownership<br>Form: Direct         | 7. Nature of Indirect Beneficial<br>Ownership                             |  |
| d<br>i<br>n<br>g   |                                   |   | any<br>(Month/Day/Year)          | Code                              | V       | Amount  | (A) or (D)        | Price   | Beneficially Owned<br>Following Reported<br>Transaction(s)<br>(Instr. 3 and 4) | (D) or Indirect<br>(I)<br>(Instr. 4) | (Instr. 4)  |  |
| V  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 280,121  | D                                    |   |  |
| <b>&gt;</b>  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 25,260   | Ι                                    | By 130 Store Company (1)  |  |
| V  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 20,874   | I                                    | By BRT Realty Trust<br>Pension Trust <sup>(2)</sup>                       |  |
| V  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 250,566  | I                                    | By REIT Mgt. Corp.<br>pension and profit sharing<br>trusts <sup>(3)</sup> |  |
| V  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 30,981   | I                                    | By spouse <sup>(4)</sup>  |  |
| <b>V</b>   | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 23,469   | I                                    | By Gould Shenfeld<br>Family Foundation <sup>(5)</sup>                     |  |
| V  | Shares of Beneficial Interest     |   |                                  |                                   |         |   |                   |   | 33,259   | I                                    | By Gould Family Trust (6)   |  |

| Shares of Beneficial Interest | 02/25/2016 | P | 76,684 | A | \$6.26 | 2,980,153.77 | 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<br>o<br>1<br>d | 1. Title of Derivative Security (Instr. 3) | or Exercise<br>Price of | Date<br>(Month/Day/Year) | Execution Date, if any | (Instr. 8) |   | 5. Number of<br>Derivative<br>Securities                   | 6. Date Exercisable<br>Date<br>(Month/Day/Year) |                 | Secur | . 3 and 4)                    | Derivative<br>Security | Derivative<br>Securities                         | Ownership<br>Form of                   | 11. Nature<br>of Indirect<br>Beneficial |
|------------------|--|-------------------------|--------------------------|------------------------|------------|---|--|---|-----------------|-------|-------------------------------|------------------------|--|--|---|
| n<br>g           |  | Derivative<br>Security  |                          | (Month/Day/Year)       | Code       | V | Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | Date Exercisable                                | Expiration Date |       | Amount or Number of<br>Shares | (Instr. 5)             | Owned<br>Following<br>Reported<br>Transaction(s) | Security:<br>Direct (D)<br>or Indirect | Ownership<br>(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 own, in the aggregate, 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 the 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 the sole shareholder of the corporate managing general partner of Gould Investors L.P. and the 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 the issuer owned by Gould Investors L.P.

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| К | er | ทย | ır | ks |

| Fredric H. Gould by Mark H. Lundy, his attorney in fact | 02/29/2016 |
|---|------------|
| **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).