### GOULD FREDRIC H Form 4 Revision No.: 2016-02-29

# 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 Weshington D.C. 20540

Washington, D.C. 20549

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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. IssuerTicker or Trading SymbolBRT 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) 02/29/2016	Director     10% Owner       Officer (give title below)     Other (specify below)				
60 CUTTER MILL RD <u>STE 303</u> (Street) GREAT NECK, NEW YORK 11021	4. If Amendment, Date Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Will be automatically set)</li> <li>Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>				
(City) (State) (Zip)						

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

H 0 1	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transaction Code (Instr. 8)		í í	ired (A) or Disposed of (I	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								280,121	D	
	Shares of Beneficial Interest								25,260	Ι	By 130 Store Company (1)
	Shares of Beneficial Interest								20,874	Ι	By BRT Realty Trust Pension Trust <sup>(2)</sup>
	Shares of Beneficial Interest								250,566	I	By REIT Mgt. Corp. pension and profit sharing trusts <sup>(3)</sup>
	Shares of Beneficial Interest								30,981	Ι	By spouse <sup>(4)</sup>
	Shares of Beneficial Interest								23,469	Ι	By Gould Shenfeld Family Foundation <sup>(5)</sup>
	Shares of Beneficial Interest								33,259	Ι	By Gould Family Trust (6)
	Shares of Beneficial Interest								2,468	Ι	As custodian <sup>(7)</sup>

Shares of Beneficial Interest	02/29/2016	L	300	А	\$6.40	2,980,453.77	Ι	By Gould Investors L.P. (8)
Shares of Beneficial Interest	02/29/2016	L	123	А	\$6.45	2,980,576.77	Ι	By Gould Investors L.P. (8)
Shares of Beneficial Interest	03/02/2016	Р	300	А	\$6.40	2,980,876.77	Ι	By Gould Investors L.P. (8)
Shares of Beneficial Interest	03/02/2016	Р	226	А	\$6.45	2,981,102.77	Ι	By Gould Investors L.P. (8)
Shares of Beneficial Interest	03/02/2016	Р	300	А	\$6.48	2,981,402.77	Ι	By Gould Investors L.P. (8)

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

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

H o l d i	1. Title of Derivative Security (Instr. 3)	or Exercise Price of	Execution Date, if any	(Instr. 8) Derivative Securities		Date		7. Title and Amount of Underlying Securities (Instr. 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)

**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 benefical 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.

**Remarks:** 

Fredric H. Gould by David Kalish, his attorney in fact

\*\*Signature of Reporting Person

03/03/2016 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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