BRT REALTY TRUST

Form 4 June 24, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and A GOULD IN | Symbol | 2. Issuer Name and Ticker or Trading Symbol BRT REALTY TRUST [BRT] | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | |
|--------------------------------------|---|--|--|---|---|--|---|--|--|--|
| (Last) 60 CUTTER | (First) (Mi | (Month/D | • | ansaction | Director Officer (give below) | | Owner r (specify | | | |
| | (Street) | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | | |
| GREAT NE | CK, NY 11021-31 | ` | uu Duyr Tear | | _X_ Form filed by O Form filed by M Person | | | | | |
| (City) | (City) (State) (Zip) Table I - Non-Derivative Securities A | | | | | uired, Disposed of, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | 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) | | | |

| (Instr. 3) | | any (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 and 5) | | | Owned Following | (D) or | Ov | |
|------------|-------------------------------------|-------------------------|------------|---------------------|--------|------------------|-----------------|--|-------------------------|-----|
| | | | | Code V | Amount | (A) or (D) Price | | Reported Transaction(s) (Instr. 3 and 4) | Indirect (I) (Instr. 4) | (In |
| | Shares of Beneficial Interest | 06/18/2014 | | P | 100 | A | \$ 7.15 | 2,840,297.77 | D | |
| | Shares of Beneficial Interest | 06/19/2014 | | P | 216 | A | \$ 7.15 | 2,840,513.77 | D | |
| | Shares of Beneficial Interest | 06/20/2014 | | P | 31 | A | \$ 7.15 | 2,840,544.77 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|--|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amaunt | | |
| | | | | | | | | | | | |
| | | | | | | Date | Expiration | | | | |
| | | | | | | Exercisable | Date | | | | |
| | | | | Code V | (A) (D) | | | | | | |
| | | | | Code V | 4, and 5) | | • | Title | Amount or Number of Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GOULD INVESTORS L P 60 CUTTER MILL RD STE 303 GREAT NECK, NY 11021-3190

Signatures

Gould Investors L.P. by Georgetown Partners, Inc., by Matthew J. Gould, Chair and CEO

06/23/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. If space is insufficient, *see* Instruction 6 for procedure. 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.

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