BRT REALTY TRUST

Form 4

January 07, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2. Issuer Name and Ticker or Trading

OMB Number:

5. Relationship of Reporting Person(s) to

3235-0287 January 31, Expires:

OMB APPROVAL

2005 Estimated average

burden hours per response... 0.5

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

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

GOULD FREDRIC H			Symbol BRT REALTY TRUST [BRT]					Issuer (Check all applicable)			
(Last)	(First)	(Middle)	 3. Date of Earliest Transaction (Month/Day/Year) 01/05/2015 4. If Amendment, Date Original Filed(Month/Day/Year) 					Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secur	ities Ac	quired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3) Shares of Beneficial Interest	2. Transaction Da (Month/Day/Year) Execution any	med on Date, if Day/Year)	Code (Instr. 8)	4. Securion(A) or Di (D) (Instr. 3,	sposed	d of	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)	
Shares of Beneficial Interest								25,260	I	By 130 Store Company (1)	
Shares of Beneficial Interest								20,874	I	By BRT Realty Trust Pension Trust (2)	
Shares of Beneficial								250,566	I	By REIT Mgt. Corp.	

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Interest								pension and profit sharing trusts (3)
Shares of Beneficial Interest						30,981	I	By spouse (4)
Shares of Beneficial Interest						23,469	I	By Gould Shenfeld Family Foundation
Shares of Beneficial Interest						33,259	I	By Gould Family Trust (6)
Shares of Beneficial Interest						2,468	I	As custodian (7)
Shares of Beneficial Interest	01/05/2015	P	25	A	\$ 6.97	2,856,264.77	I	By Gould Investors L.P. (8)
Shares of Beneficial Interest	01/06/2015	P	28	A	\$ 6.98	2,856,292.77	I	By Gould Investors L.P. (8)

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

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number of	

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

(9-02)

Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GOULD FREDRIC H

Signatures

Fredric H. Gould, by David Kalish, his attorney o1/07/2015 in fact

**Signature of Reporting Person

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).

Date

- (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 combined own 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 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 beneficial interest in these shares.
- Reporting person is sole shareholder of the corporate managing general partner of Gould Investors L.P. and 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 issuer owned by Gould Investors L.P. Includes shares obtained through issuer's dividend re-investment plan.

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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