

BRT REALTY TRUST
 Form 4
 March 09, 2016

FORM 4

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

OMB APPROVAL

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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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GOULD FREDRIC H

2. Issuer Name and Ticker or Trading Symbol
BRT 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)
03/03/2016

____ Director _____ 10% Owner
 ____ Officer (give title below) _____ Other (specify below)

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 or Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Shares of Beneficial Interest					280,121	D	
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⁾

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Shares of Beneficial Interest						250,566	I	By REIT Mgt. Corp. 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 ⁽⁵⁾
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	03/03/2016	L	351	A	\$ 6.45	2,980,504.77	I	By Gould Investors L.P. ⁽⁸⁾
Shares of Beneficial Interest	03/03/2016	L	8	A	\$ 6.48	2,980,512.77	I	By Gould Investors L.P. ⁽⁸⁾
Shares of Beneficial Interest	03/07/2016	P	300	A	\$ 6.6275	2,980,812.77	I	By Gould Investors L.P. ⁽⁸⁾
Shares of Beneficial Interest	03/07/2016	P	102	A	\$ 6.6	2,980,914.77	I	By Gould Investors L.P. ⁽⁸⁾
Shares of Beneficial Interest	03/08/2016	P	400	A	\$ 6.66	2,981,314.77	I	By Gould Investors L.P. ⁽⁸⁾
Shares of Beneficial Interest	03/08/2016	P	200	A	\$ 6.69	2,981,514.77	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of 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 in fact 03/09/2016

__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).
- (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 beneficial 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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