BRT REALTY TRUST

Form 4

August 19, 2014

FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response... 0.5

See Instruction 1(b).

(Print or Type	Responses)									
1. Name and Address of Reporting Person * GOULD JEFFREY			2. Issuer Name and Ticker or Trading Symbol			5. Relationship Issuer	5. Relationship of Reporting Person(s) to Issuer			
			RKLKI	EALTY	RUST [BRT]	(Check all applicable)				
(Last)	(Last) (First) (Middle)			Earliest To	ransaction		**			
			(Month/D	ay/Year)		Director		0% Owner		
60 CUTTER MILL ROAD, SUITE			08/15/2014			Officer (g	give title (below)	Other (specify		
303						· · · · · · · · · · · · · · · · · · ·	ESIDENT AND	CEO		
(Street)			4. If Amendment, Date Original			6. Individual o	6. Individual or Joint/Group Filing(Check			
			Filed(Mor	nth/Day/Year	r)	Applicable Line)			
							by One Reporting			
GREAT N	ECK, NY 11021					Person	y More than One	Reporting		
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative Securities	Acquired, Disposed	d of, or Benefic	cially Owned		
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securities	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year) Execution	on Date, if	Transacti	onAcquired (A) or	Securities	Ownership	Indirect		
(Instr. 3)		any		Code	Disposed of (D)	Beneficially	Form:	Beneficial		
		(Month/	Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Direct (D)	Ownership		
						Following	or Indirect	(Instr. 4)		

(City)	(State)	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. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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					326,871	D				
Shares of beneficial interest					23,469	I	By Gould Shenfeld Family Foundation			
Shares of beneficial interest					73,055	I	As custodian (2)			

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Shares of beneficial interest						33,259	I	By Gould Family Trust (3)
Shares of Beneficial Interest	08/15/2014	P	1,000	A	\$ 7.2	2,842,997.77	I	By Gould Investors L.P. (4)
Shares of Beneficial Interest	08/18/2014	P	200	A	\$ 7.2	2,843,197.77	I	By Gould Investors L.P. (4)

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 required to respond unless the form displays a currently valid OMB control number.

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

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. Transa Code (Instr.		5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Relationships

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
GOULD JEFFREY 60 CUTTER MILL ROAD, SUITE 303 GREAT NECK, NY 11021			PRESIDENT AND CEO	

Signatures

Jeffrey A. Gould, by Simeon Brinberg, his attorney 08/19/2014 in fact

> **Signature of Reporting Person Date

2 Reporting Owners

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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 director of the Gould Shenfeld Family Foundation.
- (2) Reporting person holds these shares as custodian for his children. Reporting person disclaims any beneficial interest in these shares.
- (3) Reporting person is a trustee of the Gould Family Trust, which owns these shares.
 - Reporting person is an officer of managing general partner of Gould Investors L.P. Reporting person also holds limited partnership units
- (4) in Gould Investors L.P. These shares represent all shares of issuer owned by Gould Investors L.P. Includes shares obtained through issuer's dividend reinvestment 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.