BRT REALTY TRUST

Form 4

December 29, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

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

Check this box

obligations may continue. See Instruction

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

Symbol

1(b).

(Print or Type Responses)

GOULD FREDRIC H

1. Name and Address of Reporting Person *

		BRT	REALTY TRUST [BRT]	(Check all applicable)			
(Last)	(First) (N		of Earliest Transaction n/Day/Year) /2014	Director Officer (gi	1	0% Owner Other (specify	
	(Street)		mendment, Date Original Aonth/Day/Year)	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) Ta	equired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code Disposed of (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Beneficial Interest				258,521	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)	
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
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	12/24/2014	P	500	A	\$ 7	2,850,409.77	I	By Gould Investors L.P. (8)
Shares of Beneficial Interest	12/24/2014	P	430	A	\$ 7	2,850,839.77	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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number.

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)) 1 () 1 1
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or Number		

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

of

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

SEC 1474

(9-02)

Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GOULD FREDRIC H

Signatures

Fredric H. Gould, by Simeon Brinberg, his attorney in fact

12/29/2014

**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).
- (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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