BRT REALTY TRUST

Form 4 June 08, 2016

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

burden hours per 0.5 response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Form 4 or

Form 5 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 A	Address of Reporting Person ** EFFREY	2. Issuer Name and Ticker or Trading Symbol BRT REALTY TRUST [BRT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 60 CUTTE	(First) (Middle) R MILL ROAD, SUITE	3. Date of Earliest Transaction (Month/Day/Year) 06/06/2016	Director 10% Owner Officer (give title Other (specify below) PRESIDENT AND CEO			
GREAT NI	(Street) ECK, NY 11021	4. If Amendment, Date Original Filed(Month/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)	Table I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	any	eemed 3. 4. Securities cion Date, if TransactionAcquired (A) or Code Disposed of (D) n/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
Shares of						

beneficial 342,762 D interest

Shares of beneficial interest	23,469	I	By Gould Shenfeld Family Foundation
Shares of beneficial interest	79,169	I	As custodian (2)

Edgar Filing: BRT REALTY TRUST - Form 4

Shares of beneficial Interest	33,259	I	By Gould Family Trust (3)
Shares of beneficial interest	2,987,799.77	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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

De

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. Number on Derivative Securities Acquired or Dispose (D) (Instr. 3, 4 and 5)	(A) ed of	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(5)</u>	06/06/2016		A	V	37,000		<u>(6)</u>	<u>(6)</u>	Common Stock	37,000

Reporting Owners

Reporting Owner Name / Address	Keiauonsinps						
	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 in fact

Date

06/08/2016

Dolotionchin

**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).

Reporting Owners 2

Edgar Filing: BRT REALTY TRUST - Form 4

- (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.
- (4) Reporting person is an officer of the managing general partner of Gould Investors L.P. Reporting person also holds limited partnership units in Gould Investors L.P. These shares represent all shares of issuer owned by Gould Investors L.P.
 - Each Restricted Stock Unit represents a contingent right to receive 1 share of BRT Realty Trust common stock. Approximately 55% and 45% of the units vest based on satisfaction of performance metrics related to total shareholder return (including relative shareholder
- (5) return) and adjusted funds from operations, respectively. Each such unit is granted in tandem with a cash settled dividend equivalent right entitling the holder, to the extent such unit vests, to the cash dividends paid on the shares underlying such units from the grant date through March 31, 2021.
- (6) The restricted stock units vest on March 31, 2021, subject to satisfaction of applicable continued service and performance conditions. 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.