

BRT REALTY TRUST  
Form 4  
December 31, 2014

**FORM 4**

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

OMB APPROVAL

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**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 JEFFREY**  
  
(Last) (First) (Middle)  
  
**60 CUTTER MILL ROAD, SUITE 303**  
  
(Street)  
  
**GREAT NECK, NY 11021**  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**BRT REALTY TRUST [BRT]**  
  
3. Date of Earliest Transaction (Month/Day/Year)  
**12/29/2014**  
  
4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**PRESIDENT AND CEO**  
  
6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Shares of beneficial interest					326,871	D	
Shares of beneficial interest					23,469	I	By Gould Shenfeld Family Foundation (1)
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 <sup>(3)</sup>
Shares of Beneficial Interest	12/29/2014	P	500	A	\$ 6.95	2,851,339.77	I	By Gould Investors L.P. <sup>(4)</sup>
Shares of Beneficial Interest	12/29/2014	P	1,500	A	\$ 6.94	2,852,839.77	I	By Gould Investors L.P. <sup>(4)</sup>
Shares of Beneficial Interest	12/29/2014	P	500	A	\$ 6.93	2,853,339.77	I	By Gould Investors L.P. <sup>(4)</sup>
Shares of Beneficial Interest	12/30/2014	P	500	A	\$ 6.98	2,853,839.77	I	By Gould Investors L.P. <sup>(4)</sup>
Shares of Beneficial Interest	12/30/2014	P	500	A	\$ 6.97	2,854,339.77	I	By Gould Investors L.P. <sup>(4)</sup>
Shares of Beneficial Interest	12/30/2014	P	215	A	\$ 6.95	2,854,554.77	I	By Gould Investors L.P. <sup>(4)</sup>

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.**

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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 Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

