

BRT REALTY TRUST

Form 4

December 24, 2013

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

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

(Last) (First) (Middle)

(Street)

(City)

(State)

(Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BRT REALTY TRUST [BRT]

3. Date of Earliest Transaction
(Month/Day/Year)
12/23/2013

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)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
			Code	V	Amount	(A) or (D)	Price
Shares of Beneficial Interest					247,271	D	
Shares of Beneficial Interest					37,081	I	By corporation (1)
Shares of Beneficial Interest					25,260	I	By partnership (2)
Shares of Beneficial Interest					30,981	I	By spouse (3)

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Shares of Beneficial Interest						33,259	I	By REIT Mgt. Corp. pension and profit sharing trusts ⁽⁴⁾
Shares of Beneficial Interest						20,874	I	By Gould Family Trust ⁽⁵⁾
Shares of Beneficial Interest						250,566	I	By BRT Realty Trust Pension Trust ⁽⁶⁾
Shares of Beneficial Interest						23,469	I	By foundation ⁽⁷⁾
Shares of Beneficial Interest						2,468	I	As custodian ⁽⁸⁾
Shares of Beneficial Interest	12/23/2013	P	1,300	A	\$ 7	2,798,450	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/23/2013	P	500	A	\$ 6.99	2,798,950	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/23/2013	P	500	A	\$ 6.9856	2,799,450	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/23/2013	P	263	A	\$ 6.98	2,799,713	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/23/2013	P	500	A	\$ 6.97	2,800,213	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/23/2013	P	312	A	\$ 6.95	2,801,525	I	By limited partnership ⁽⁹⁾
Shares of Beneficial Interest	12/24/2013	P	500	A	\$ 7	2,802,025	I	By limited partnership ⁽⁹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

number.

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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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

12/24/2013

**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 director of One Liberty Properties, Inc., the corporation which owns these shares..
- (2) Reporting person is a partner in 130 Store Company, which owns these shares.
- (3) Reporting person disclaims beneficial interest in these shares. Reporting person's spouse is a director of the Gould Shenfeld Family Foundation which owns 23,469 shares of issuer.
- (4) Reporting person is a trustee of, and participant in, the pension and profit sharing trusts of REIT Management Corp., which owns these shares.
- (5) Reporting person is grantor of the Gould Family Trust, which owns these shares.
- (6) Reporting person is a trustee of BRT Realty Trust Pension Trust, which owns these shares.
- (7) Reporting person is a director of the Gould Shenfeld Family Foundation.
- (8) Reporting person is custodian of these shares for a minor. Reporting person disclaims any benefiical interest in these shares.
- (9)

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Represents shares owned by Gould Investors L.P. Reporting person is sole shareholder and an executive officer 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.

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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