

BRT REALTY TRUST

Form 4

December 23, 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 MATTHEW J

(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)
12/19/2013

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)

SENIOR VICE PRESIDENT

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Shares of Beneficial Interest | | | | | | | | 259,793 | D |
| Shares of Beneficial Interest | | | | | | | | 47,633 | I |
| Shares of Beneficial Interest | | | | | | | | 37,081 | I |
| Shares of Beneficial Interest | | | | | | | | 33,259 | I |
| | | | | | | | | | As custodian |
| | | | | | | | | | By corporation |
| | | | | | | | | | By trust |

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| | | | | | | | | |
|-------------------------------|------------|---|-------|---|-----------|-----------|---|------------------------|
| Interest | | | | | | | | |
| Shares of Beneficial Interest | | | | | | 1,140 | I | By children |
| Shares of Beneficial Interest | | | | | | 23,469 | I | By foundation |
| Shares of Beneficial Interest | 12/19/2013 | P | 200 | A | \$ 7.01 | 2,789,390 | I | By limited partnership |
| Shares of Beneficial Interest | 12/19/2013 | P | 700 | A | \$ 7 | 2,790,090 | I | By limited partnership |
| Shares of Beneficial Interest | 12/19/2013 | P | 300 | A | \$ 6.97 | 2,790,390 | I | By limited partnership |
| Shares of Beneficial Interest | 12/19/2013 | P | 1,500 | A | \$ 6.95 | 2,791,890 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 1,000 | A | \$ 7 | 2,792,890 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$ 6.9999 | 2,793,390 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$ 6.9995 | 2,793,890 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 237 | A | \$ 6.98 | 2,794,127 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 500 | A | \$ 6.97 | 2,794,627 | I | By limited partnership |
| Shares of Beneficial Interest | 12/20/2013 | P | 288 | A | \$ 6.95 | 2,794,915 | I | By limited partnership |

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

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(9-02)

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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. Nu Deriv Secur Bene Own Follo Repo 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 MATTHEW J
60 CUTTER MILL ROAD, SUITE 303
GREAT NECK, NY 11021

SENIOR VICE PRESIDENT

Signatures

Matthew J.
Gould 12/23/2013

__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).

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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