#### **BRT REALTY TRUST**

Form 4

January 08, 2016

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287

**OMB APPROVAL** 

Number:

Expires:

January 31, 2005

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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

1(b).

(Print or Type Responses)

1. Name and Ad GOULD MA	Issuer	Symbo				
(Last)	· · · · · · · · · · · · · · · · · · ·	(Middle) 3. Dat	(Check all applicable)			
60 CUTTER 303	below)	O, SUITE 01/06	ector 10% Owner icer (give title Other (specify below) SENIOR VICE PRESIDENT			
	nal 6. Individual or Joint/0	4. If A	dual or Joint/Group Filing(Check			
GREAT NEC			e Line) filed by One Reporting Person filed by More than One Reporting			
60 CUTTER 303	Director Officer (give title below)  SENIOR VIC  inal  6. Individual or Joint/O  Applicable Line) _X_ Form filed by One F Form filed by More	(Mont 01/06)  4. If A Filed(1)	icer (give title Other (interpretation below)  SENIOR VICE PRESIDEN  dual or Joint/Group Filing(interpretation)  Example 1 title by One Reporting Person			

(City)	(State)	(Zip) 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. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Shares of Beneficial Interest	01/06/2016		Code V	Amount 13,230 (1)	or (D)	Price	(Instr. 3 and 4) 302,273 (2)	D		
Shares of Beneficial Interest							1,140	I	By children (3)	
Shares of Beneficial Interest							33,259	I	By Gould Family Trust (4)	
Shares of Beneficial							23,469	I	By Gould Shenfeld	

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Interest			Family Foundation (5)
Shares of Beneficial Interest	47,633	I	As custodian (6)
Shares of Beneficial Interest	2,903,469.77	I	By Gould Investors L.P. (7)
Reminder: Report on a separate line for each class of securities benefic	cially owned directly or indirectly.	ection of	SEC 1474

information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

### **Reporting Owners**

Reporting Owner Name / Address				•	
	Director	10% Owner	Officer		Other

**GOULD MATTHEW J** 60 CUTTER MILL ROAD, SUITE 303 GREAT NECK, NY 11021

SENIOR VICE PRESIDENT

Relationships

## **Signatures**

Matthew J. 01/08/2016 Gould

\*\*Signature of Date Reporting Person

Reporting Owners 2

### **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) These shares were issued as restricted stock effective January 6, 2016, under the issuer's 2012 Incentive Plan. The shares vest January 5, 2021. The award is exempt from Section 16(b) under Rule 16b-3(d)(1).
- (2) Includes shares held in reporting person's IRA and Keogh accounts and in money purchase pension plan.
- (3) These shares are owned by children of reporting person who reside with reporting person. Reporting person disclaims any beneficial interest in these shares.
- (4) Reporting person is a trustee of the Gould Family Trust, which owns these shares.
- (5) Reporting person is a trustee of the Gould Shenfeld Family Foundation.
- (6) Shares are held by reporting person as custodian for his children. Reporting person disclaims beneficial ownership in these shares.
  - These shares are owned by Gould Investors L.P. Reporting person is chairman of the corporate managing general partner of Gould
- (7) Investors L.P., and he holds limited partnership interests in Gould Investors L.P. 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. 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.