GOULD MATTHEW J

Form 4

March 20, 2009

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person **GOULD MATTHEW J	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)	BRT REALTY TRUST [BRT] 3. Date of Earliest Transaction	(Check all applicable)				
60 CUTTER MILL ROAD, SUITE 303	(Month/Day/Year) 03/19/2009	Director 10% Own _X Officer (give title Other (special below) SENIOR VICE PRESIDENT				
(Street)	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				
GREAT NECK, NY 11021		Form filed by More than One Reporting Person				

(City)	(State)	Zip) Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired on(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)	
Shares of Beneficial Interest							244,182 <u>(1)</u> <u>(2)</u>	D	
Shares of Beneficial Interest							17,241 <u>(3)</u>	I	As custodian
Shares of Beneficial Interest							30,048 (4)	I	By corporation
Shares of Beneficial							39,500 (5)	I	By spouse

т			
ın	tei	est	

Shares of Beneficial Interest						26,951 <u>(6)</u>	I	By trust
Shares of Beneficial Interest						200 (7)	I	By children
Shares of Beneficial Interest						19,018 (8)	I	By foundation
Shares of Beneficial Interest	03/19/2009	P	1,000	A	\$ 3.05	2,190,382 (9)	I	By limited partnership
Shares of Beneficial Interest	03/19/2009	P	1,000	A	\$ 3.1	2,191,382 <u>(9)</u>	I	By limited partnership

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	Date Exe	rcisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumb	er Expiration	Date	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	y/Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) Deriv	ative		Securit	ties	(Instr. 5)
	Derivative				Secur	ities		(Instr.	3 and 4)	
	Security				Acqui	red				
	•				(A) or	•				
					Dispo	sed				
					of (D)					
					(Instr.	3,				
					4, and	(5)				
					ŕ					
									Amount	
						Date	Expiration		or	
						Exercisable	•	Title Numb	Number	
						2.1010184010	2		of	
				Code	V (A)	(D)			Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

> > SENIOR VICE PRESIDENT

2 Reporting Owners

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

Signatures

Matthew J. 03/20/2009

**Signature of Date
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).
- (1) Total includes shares owned by IRA of reporting person and shares owned by money purchase pension plan.
- (2) Includes 1,000 shares of issuer which will be issued effective as of February 2, 2009 if the issuer's shareholders approve the adoption of a new incentive plan at the shareholders' meeting scheduled in March 2009.
- (3) Reporting person holds these shares as custodian for his children. Reporting person disclaims any beneficial interest in these shares.
- (4) Reporting person is a senior vice president of One Liberty Properties, Inc., the corporation which owns these shares.
- (5) Reporting person disclaims any beneficial interest in these shares.
- (6) These shares are owned by a family trust of which reporting person is a trustee.
- (7) These shares are owned by children of reporting person who reside with reporting person. Reporting person disclaims any beneficial interest in these shares.
- (8) These shares are owned by a charitable foundation of which reporting person is a director.
 - These shares are owned by Gould Investors L.P. Reporting person is president of the corporate managing general partner of Gould
- (9) 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.

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