

BARNWELL INDUSTRIES INC

Form 4

October 14, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Kinzler Morton H.

2. Issuer Name and Ticker or Trading Symbol
BARNWELL INDUSTRIES INC
[BRN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/13/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

C/O BARNWELL INDUSTRIES, INC., 1100 ALAKEA STREET, SUITE 2900

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

HONOLULU, HI 96813

Form filed by One Reporting Person
 Form filed by More than 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. 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
Common Stock	10/13/2014		P		100	A	\$ 2.39
					2,082,108	(1)	D
Common Stock	10/13/2014		P		118	A	\$ 2.39
					2,082,226	(1)	D
Common Stock	10/13/2014		P		242	A	\$ 2.39
					2,082,468	(1)	D
Common Stock	10/13/2014		P		152	A	\$ 2.39
					2,082,620	(1)	D
	10/13/2014		P		45	A	\$ 2.39
					2,082,665	(1)	D

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Common Stock								
Common Stock	10/13/2014	P	88	A	\$ 2.39	2,082,753 ⁽¹⁾	D	
Common Stock	10/13/2014	P	100	A	\$ 2.39	2,082,853 ⁽¹⁾	D	
Common Stock	10/13/2014	P	155	A	\$ 2.39	2,083,008 ⁽¹⁾	D	
Common Stock	10/13/2014	P	1,000	A	\$ 2.3748	2,084,008 ⁽¹⁾	D	
Common Stock	10/14/2014	P	600	A	\$ 2.5683	2,084,608 ⁽¹⁾	D	
Common Stock	10/14/2014	P	2,000	A	\$ 2.64	2,086,608 ⁽¹⁾	D	
Common Stock	10/14/2014	P	100	A	\$ 2.88	2,086,708 ⁽¹⁾	D	
Common Stock	10/14/2014	P	100	A	\$ 2.88	2,086,808 ⁽¹⁾	D	
Common Stock	10/14/2014	P	200	A	\$ 2.76	2,087,008 ⁽¹⁾	D	

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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(9-02)

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 Beneficially Owned (Instr. 6)
				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
Kinzler Morton H. C/O BARNWELL INDUSTRIES, INC. 1100 ALAKEA STREET, SUITE 2900 HONOLULU, HI 96813	X	X	Chairman and CEO	

Signatures

/s/ Morton H.
Kinzler

10/14/2014

**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) Includes 727,600 shares owned by the Estate of R. David Sudarsky, for which Mr. Kinzler serves as executor, and 1,848 shares owned by Mr. Kinzler's wife, to which Mr. Kinzler disclaims beneficial ownership.

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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