

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>Kinzler Morton H.</u> (Last) (First) (Middle) <u>C/O BARNWELL INDUSTRIES, INC.</u> <u>1100 ALAKEA STREET, SUITE 2900</u> (Street) <u>HONOLULU HI 96813</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BARNWELL INDUSTRIES INC</u> [BRN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p align="center">Chairman and CEO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/13/2014</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	
Common Stock	10/13/2014		P		45	A	\$2.39	2,082,665 ⁽¹⁾	D	
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		D	

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			
								2,087,008 <small>(1)</small>		

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

Explanation of Responses:

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.

/s/ Morton H. Kinzler 10/14/2014

** Signature of Reporting Person Date

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

* 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.

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 Number.