

BARNWELL INDUSTRIES INC

Form 3/A

February 10, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Â SHERWOOD NED L

(Last) (First) (Middle)

4731 NORTH HIGHWAY A1A,  
SUITE 213

(Street)

VERO BEACH, FL 32963

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/09/2016

3. Issuer Name and Ticker or Trading Symbol

BARNWELL INDUSTRIES INC [BRN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

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

05/14/2013

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

\_X\_ Form filed by One Reporting Person

\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)Common Stock, par value \$0.50 per share  
("Common Stock")

238,038

I

See Footnotes (1) (2)

Common Stock

661,584.138

I

See Footnotes (1) (3)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

# Edgar Filing: BARNWELL INDUSTRIES INC - Form 3/A

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

SHERWOOD NED L  
4731 NORTH HIGHWAY A1A, SUITE 213  
VERO BEACH, FL 32963

Â Â X Â Â

## Signatures

/s/ Ned L.  
Sherwood

02/10/2016

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This Form 3 is filed by Ned L. Sherwood (the "Reporting Person"). The Reporting Person may be deemed to be a member of a Section 13(d) group with Bradley M. Tirpak that may be deemed to collectively beneficially own more than 10% of the Issuer's outstanding shares of Common Stock. The securities reported herein do not include any securities held by Bradley M. Tirpak. The Reporting Person

- (1) believes that Bradley M. Tirpak beneficially owns 7,770 shares of Common Stock as reported in a Schedule 13D filed by the Reporting Person on February 10, 2016. The Reporting Person disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his pecuniary interest therein. The Reporting Person disclaims any pecuniary interest in the securities held by Bradley M. Tirpak.
- (2) Shares are held by the Ned L. Sherwood Revocable Trust, of which Ned L. Sherwood is the beneficiary.
- (3) Shares are held by MRMP-Managers LLC, of which Ned L. Sherwood is an investment manager.

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.