

BARNWELL INDUSTRIES INC

Form 4

December 17, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 ALEXANDER C2. 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)

1100 ALAKEA STREET, SUITE
2900

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/16/2008☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) President & COO

HONOLULU, HI 96813

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person**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	12/16/2008		P		300	A \$ 4.74	264,300 D
Common Stock	12/16/2008		P		200	A \$ 4.729	264,500 D
Common Stock	12/16/2008		P		200	A \$ 4.73	264,700 D
Common Stock	12/16/2008		P		300	A \$ 4.74	265,000 D
Common Stock	12/16/2008		P		100	A \$ 4.738	265,100 D

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Common Stock	12/16/2008	P	900	A	\$ 4.7	266,000	D	
Common Stock	12/16/2008	P	200	A	\$ 4.75	266,200	D	
Common Stock	12/16/2008	P	300	A	\$ 4.7	266,500	D	
Common Stock	12/16/2008	P	100	A	\$ 4.74	266,600	D	
Common Stock	12/16/2008	P	100	A	\$ 4.729	266,700	D	
Common Stock	12/16/2008	P	300	A	\$ 4.74	267,000	D	
Common Stock						3,000	I	By children

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

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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 Following Reported Transaction (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 ALEXANDER C 1100 ALAKEA STREET SUITE 2900	X		President & COO	

Reporting Owners

HONOLULU, HI 96813

Signatures

/s/ Alexander C.

12/16/2008

Kinzler

__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).

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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