

BARNWELL INDUSTRIES INC
 Form 4
 January 05, 2009

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 ALEXANDER C

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)
 1100 ALAKEA STREET, SUITE 2900

3. Date of Earliest Transaction (Month/Day/Year)
 12/31/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and COO

(Street)
 HONOLULU, HI 96813

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

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	12/31/2008		P		400 A \$ 4.04	267,400	D
Common Stock	12/31/2008		P		400 A \$ 4.045	267,800	D
Common Stock	12/31/2008		P		200 A \$ 4.05	268,000	D
Common Stock	12/31/2008		P		100 A \$ 4.05	268,100	D
Common Stock	12/31/2008		P		300 A \$ 4.14	268,400	D

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Common Stock	12/31/2008	P	200	A	\$ 4.15	268,600	D	
Common Stock	12/31/2008	P	400	A	\$ 4.135	269,000	D	
Common Stock	12/31/2008	P	100	A	\$ 4.15	269,100	D	
Common Stock	12/31/2008	P	400	A	\$ 4.2	269,500	D	
Common Stock	12/31/2008	P	500	A	\$ 4.18	270,000	D	
Common Stock	12/31/2008	P	500	A	\$ 4.2	270,500	D	
Common Stock	12/31/2008	P	400	A	\$ 4.25	270,900	D	
Common Stock	12/31/2008	P	100	A	\$ 4.235	271,000	D	
Common Stock	12/31/2008	P	100	A	\$ 4.15	271,100	D	
Common Stock	12/31/2008	P	700	A	\$ 4.25	271,800	D	
Common Stock	12/31/2008	P	200	A	\$ 4.27	272,000	D	
Common Stock	12/31/2008	P	500	A	\$ 4.22	272,500	D	
Common Stock	12/31/2008	P	500	A	\$ 4.25	273,000	D	
Common Stock	12/31/2008	P	100	A	\$ 4.25	273,100	D	
Common Stock	12/31/2008	P	400	A	\$ 4.27	273,500	D	
Common Stock	12/31/2008	P	600	A	\$ 4.25	274,100	D	
Common Stock	12/31/2008	P	400	A	\$ 4.226	274,500	D	
Common Stock	12/31/2008	P	500	A	\$ 4.25	275,000	D	
Common Stock						3,000	I	By children

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

Persons who respond to the collection of information contained in this form are not

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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 Owned Following Transaction (Instr. 3 and 4)
				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 HONOLULU, HI 96813	X		President and COO	

Signatures

/s/ Alexander C. Kinzler
Date: 12/31/2008

**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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