ONE LIBERTY PROPERTIES INC

Form 4

January 11, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

	Address of Reporting	g Person *	Symbol	and Ticker or Trading FY PROPERTIES INC	5. Relationship of Issuer (Che	of Reporting I	`,
(Last) 60 CUTTE 303	(First)	(Middle) SUITE	3. Date of Earlie (Month/Day/Yea 01/09/2017	~	below)	ve title0 below) R VICE PRES	``
GREAT N	(Street) ECK, NY 11021		4. If Amendmen Filed(Month/Day/	, e	6. Individual or Applicable Line) _X_ Form filed by Form filed by Person	y One Reporting	g Person
(City)	(State)	(Zip)	Table I - No	on-Derivative Securities Ac	equired, Disposed	of, or Benefic	cially Owned
1.Title of	2. Transaction Date	e 2A. Deeme	ed 3.	4. Securities	5. Amount of	6.	7. Nature of

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities A	cquired, Disposed	of, or Benefic	ially 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. Securion ConAcquired Disposed (Instr. 3,	(A) c l of (D)	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)
Common Stock	01/09/2017		A	9,600 (1)	A	\$0	222,206 (2)	D	
Common Stock							42,352 (3)	I	As custodian
Common Stock							13,977 (4)	I	By Gould Shenfeld Family Foundation
Common Stock							1,785,976.381 (<u>5)</u>	I	By Gould Investors L.P.

Edgar Filing: ONE LIBERTY PROPERTIES INC - Form 4

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.

SEC 1474 (9-02)

> 9. Ni Deriv Secu Bene Own Follo Repo Trans (Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of I	Derivative Security
1	Security
Security or Exercise any Code of (Month/Day/Year) Underlying S	occurry
(Instr. 3) Price of (Month/Day/Year) (Instr. 8) Derivative Securities ((Instr. 5)
Derivative Securities (Instr. 3 and 4)	
Security Acquired	
(A) or	
Disposed	
of (D)	
(Instr. 3,	
4, and 5)	
Amount	
Amount	
Date Expiration or Title Number	
Exercisable Date Title Number of	
Code V (A) (D) Shares	

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

GOULD MATTHEW J 60 CUTTER MILL ROAD, SUITE 303 GREAT NECK, NY 11021

SENIOR VICE PRESIDENT

Signatures

Matthew J. 01/11/2017 Gould

**Signature of Date

Reporting Person

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).
- These shares were issued as restricted stock effective January 9, 2017 under the issuer's 2016 Incentive Plan. The shares vest January 8, 2022. The award is exempt from Section 16(b) under Rule 16b-3(d)(1).
- (2) Includes shares held in reporting person's IRA and Keogh accounts and in money purchase pension plan.
- Shares are held by reporting person as custodian for his children. Reporting person disclaims beneficial ownership in these shares. Includes shares obatained through issuer's dividend re-investment plan.
- Reporting person is a director of the Gould Shenfeld Family Foundation. **(4)**

(5)

Reporting Owners 2

Edgar Filing: ONE LIBERTY PROPERTIES INC - Form 4

Reporting person is chairman of managing general partner of Gould Investors L.P. Reporting person also holds limited partnership units in Gould Investors L.P. These shares represent all shares of issuer owned by Gould Investors L.P. Inclues shares obtained through issuer's dividend reinvestment plan.

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.