

GOULD JEFFREY  
Form 4  
Revision No.: 2022-08-03

Client Reference Number:

**FORM 4**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person * <b>GOULD JEFFREY</b> (Last) (First) (Middle)  <b>60 CUTTER MILL ROAD, SUITE 303</b>  (Street) <b>GREAT NECK, NY 11021</b> (City) (State) (Zip)	2. Issuer <b>ONE LIBERTY PROPERTIES INC [OLP]</b>  Ticker or Trading Symbol	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) <input type="checkbox"/> Other (specify below) <b>SENIOR VICE PRESIDENT</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>08/03/2022</b>	
	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Will be automatically set) <input checked="" type="radio"/> Form filed by One Reporting Person <input type="radio"/> 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	08/03/2022		A		34,083	A	(1)	381,795.270 (2)	D	
Common Stock								14,194 (3)	I	By Gould Shenfeld Family Foundation
Common Stock								1,955,948.252 (4)	I	By Gould Investors L.P.
Common Stock								144 (5)	I	By Georgetown Partners LLC

**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(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

**Explanation of Responses:**

1. Represents the date that the compensation committee determined that the metrics with respect to the shares underlying the RSUs granted in 2019 had been satisfied. The related performance period ended June 30, 2022.
2. Includes shares acquired through issuer's dividend reinvestment plan.
3. Reporting person is a director of the Gould Shenfeld Family Foundation.
4. Reporting person is an officer of managing general partner of Gould Investors L.P. Reporting person also holds limited partnership units in Gould Investors L.P. including shares in which he does not have a pecuniary interest. These shares represent all shares of the issuer owned by Gould Investors L.P. Includes shares obtained through issuer's dividend reinvestment plan.
5. These shares are owned by Georgetown Partners LLC. Reporting person is a manager of Georgetown Partners LLC. These shares represent all of the shares of issuer owned by Georgetown Partners LLC.

**Remarks:**

/s/ Jeffrey A. Gould by David W. Kalish, his attorney  
in fact

08/05/2022

\_\_\_\_\_  
\*\*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.

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