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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 5, 2015

ONE LIBERTY PROPERTIES, INC.
(Exact name of Registrant as specified in charter)

<u>Maryland</u> (State or other jurisdiction of incorporation)	<u>001-09279</u> (Commission file No.)	<u>13-3147497</u> (IRS Employer I.D. No.)
<u>60 Cutter Mill Road, Suite 303, Great Neck, New York</u> (Address of principal executive offices)		<u>11021</u> (Zip code)

Registrant's telephone number, including area code: 516-466-3100

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-
-

Item 2.02 Results of Operations and Financial Condition.

On August 5, 2015, we issued a press release announcing our results of operations for the second quarter ended June 30, 2015. The press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

This information and the exhibit attached hereto are being furnished pursuant to Item 2.02 of Form 8-K and are not to be considered "filed" under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and shall not be incorporated by reference into any previous or future filing by us under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release dated August 5, 2015.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ONE LIBERTY PROPERTIES, INC.

Date: August 5, 2015

By: /s/ Mark H. Lundy

Mark H. Lundy

Senior Vice President



**ONE LIBERTY PROPERTIES REPORTS SECOND QUARTER
2015 RESULTS**

- **Grows Rental Income 7.9% Over Prior Year**
- **Reports FFO of \$0.47 per Diluted Share**
- **Adds Industrial Property for \$16.8 Million Subsequent to Quarter End**

GREAT NECK, New York, August 5, 2015 — One Liberty Properties, Inc. (NYSE: OLP), a real estate investment trust focused on net leased properties, today announced operating results for the quarter ended June 30, 2015.

“Rental income increased as a result of accretive acquisitions made in the past 13 months,” stated Patrick J. Callan, Jr., President and Chief Executive Officer of One Liberty. “We remain disciplined in our approach towards managing the existing portfolio and in pursuit of growth opportunities. We continue to seek targeted opportunities in select markets that have proven real estate qualities with respect to demographics, access and visibility that will provide the opportunity to further enhance stockholder value.”

Operating Results:

Rental income, net, grew 7.9% to \$15.0 million for the three months ended June 30, 2015, from \$13.9 million for the corresponding period in the prior year, due to properties acquired since 2014. Total revenues for the three months ended June 30, 2015 increased to \$15.8 million from \$15.7 million, for the three months ended June 30, 2014, due to the increase in rental income and, to a lesser extent, a \$337,000 increase in tenant reimbursements. Total revenues for the three months ended June 30, 2014 includes a \$1.3 million lease termination fee and \$1.1 million of rental income from properties disposed of in late 2014 and early 2015.

Total operating expenses for the second quarter of 2015 were \$7.9 million, compared to \$7.0 million for the second quarter in the prior year. The change is due primarily to increased real estate expenses and depreciation and amortization with respect to properties acquired since May 2014, reduced by the expenses associated with the properties sold in late 2014 and early 2015, and increased general and administrative expense.

Net income attributable to One Liberty in the second quarter of 2015 was \$3.7 million, or \$0.22 per diluted share, compared to \$4.6 million, or \$0.29 per diluted share, for the second quarter of 2014. The change is due primarily to the inclusion in the three months ended June 30, 2014 of a \$1.3 million lease termination fee and the inclusion in the current quarter of costs of \$400,000 incurred by One Liberty in the acquisition of the Manahawkin, NJ retail center through an unconsolidated joint venture.

Funds from Operations, or FFO, was \$7.7 million, or \$0.47 per diluted share, for the quarter ended June 30, 2015, compared to \$8.4 million, or \$0.52 per diluted share, in the corresponding period of 2014. Excluding the \$1.3 million lease termination fee, FFO would have been \$7.1 million, or \$0.44 per diluted share, for the three months ended June 30, 2014. Adjusted Funds from Operations, or AFFO, was \$7.8 million, or \$0.47 per diluted share, for the quarter ended June 30, 2015, compared to \$7.6 million, or \$0.47 per diluted share in the corresponding prior year period. FFO was impacted in the current quarter by the decrease in net income described above and FFO and AFFO per share were impacted by the increase in the weighted average number of shares outstanding due to share issuances under One Liberty’s equity incentive, at-the-market offering and dividend reinvestment programs. A reconciliation of GAAP amounts to non-GAAP amounts is presented with the financial information included in this release.

**Balance Sheet:**

At June 30, 2015, One Liberty had \$17.1 million of cash and cash equivalents, total assets of \$624.6 million, total debt of \$332.5 million and total stockholders' equity of \$257.5 million.

At August 3, 2015, One Liberty's available liquidity was approximately \$50 million, including approximately \$8.2 million of cash and cash equivalents (net of the credit facility's required \$3 million deposit maintenance balance) and \$41.8 million available under its credit facility.

Subsequent Events:

As previously reported, on July 28, 2015, One Liberty purchased a 294,000 square foot Class A industrial property located in McCalla, Alabama for \$16.8 million. The property is net leased through 2022 and provides for annual rental income, before adjustment for intangibles, of approximately \$1.24 million.

In 2015, through the date of this release, One Liberty acquired \$76.3 million of properties, including its \$21.8 million share of the purchase price for the Manahawkin, NJ retail center.

Non-GAAP Financial Measures:

One Liberty computes FFO in accordance with the "White Paper on Funds From Operations" issued by the National Association of Real Estate Investment Trusts ("NAREIT") and NAREIT's related guidance. FFO is defined in the White Paper as net income (computed in accordance with generally accepting accounting principles), excluding gains (or losses) from sales of property, plus real estate depreciation and amortization, plus impairment write-downs of depreciable real estate, after adjustments for unconsolidated partnerships, joint ventures and non-controlling interests. Since the NAREIT White Paper only provides guidelines for computing FFO, the computation of FFO may vary from one REIT to another. One Liberty computes AFFO by deducting from FFO its straight-line rent accruals, amortization of lease intangibles and lease termination fee income and adding back amortization of restricted stock compensation, amortization of costs in connection with its financing activities (including its share of its unconsolidated joint ventures) and prepayment costs associated with mortgage debt.



One Liberty believes that FFO and AFFO are useful and standard supplemental measures of the operating performance for equity REITs and are used frequently by securities analysts, investors and other interested parties in evaluating equity REITs, many of which present FFO and AFFO when reporting their operating results. FFO and AFFO are intended to exclude GAAP historical cost depreciation and amortization of real estate assets, which assumes that the value of real estate assets diminish predictability over time. In fact, real estate values have historically risen and fallen with market conditions. As a result, management believes that FFO and AFFO provide a performance measure that when compared year over year, should reflect the impact to operations from trends in occupancy rates, rental rates, operating costs, interest costs and other matters without the inclusion of depreciation and amortization, providing a perspective that may not be necessarily apparent from net income. Management also considers FFO and AFFO to be useful in evaluating potential property acquisitions.

FFO and AFFO do not represent net income or cash flows from operations as defined by GAAP. FFO and AFFO should not be considered to be an alternative to net income as a reliable measure of our operating performance; nor should FFO and AFFO be considered an alternative to cash flows from operating, investing or financing activities (as defined by GAAP) as measures of liquidity.

FFO and AFFO do not measure whether cash flow is sufficient to fund all of the Company's cash needs, including principal amortization, capital improvements and distributions to stockholders. FFO and AFFO do not represent cash flows from operating, investing or financing activities as defined by GAAP.

Management recognizes that there are limitations in the use of FFO and AFFO. In evaluating the Company's performance, management is careful to examine GAAP measures such as net income and cash flows from operating, investing and financing activities. Management also examines the reconciliation of GAAP net income to FFO and AFFO.

Forward Looking Statement:

Certain information contained in this press release, together with other statements and information publicly disseminated by One Liberty Properties, Inc. is forward looking within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities and Exchange Act of 1934, as amended. We intend such forward looking statements to be covered by the safe harbor provision for forward looking statements contained in the Private Securities Litigation Reform Act of 1995 and include this statement for the purpose of complying with these safe harbor provisions. Information regarding certain important factors that could cause actual outcomes or other events to differ materially from any such forward looking statements appear in the Company's Annual Report on Form 10-K for the year ended December 31, 2014 and in particular "Item 1A. Risk Factors" included therein. You should not rely on forward looking statements since they involve known and unknown risks, uncertainties and other factors which are, in some cases, beyond our control and which could materially affect actual results, performance or achievements.



About One Liberty Properties:

One Liberty is a self-administered and self-managed real estate investment trust incorporated in Maryland in 1982. The primary business of the Company is to acquire, own and manage a geographically diversified portfolio of retail, industrial, flex, health and fitness and other properties under long term leases. Most of the Company's leases are "net leases", under which the tenant is responsible for real estate taxes, insurance and ordinary maintenance and repairs.

Contact:

One Liberty Properties
Investor Relations
Phone: (516) 466-3100
www.onelibertyproperties.com



ONE LIBERTY PROPERTIES, INC. (NYSE: OLP)
(Amounts in Thousands, Except Per Share Data)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2015	2014	2015	2014
Revenues:				
Rental income, net	\$ 14,992	\$ 13,943	\$ 28,886	\$ 27,756
Tenant reimbursements	790	453	1,572	1,042
Lease termination fee	-	1,269	650	1,269
Total revenues	<u>15,782</u>	<u>15,665</u>	<u>31,108</u>	<u>30,067</u>
Operating expenses:				
Depreciation and amortization	3,921	3,723	7,655	7,300
General and administrative	2,390	2,134	4,782	4,344
Real estate expenses	1,273	877	2,607	1,976
Federal excise and state taxes	124	107	198	169
Real estate acquisition costs	79	88	327	128
Leasehold rent	77	77	154	154
Total operating expenses	<u>7,864</u>	<u>7,006</u>	<u>15,723</u>	<u>14,071</u>
Operating income	7,918	8,659	15,385	15,996
Other income and expenses:				
Gain on sale of real estate, net	-	-	5,392	-
Purchase price fair value adjustment	-	-	960	-
Prepayment costs on debt	-	-	(568)	-
Equity in (loss) earnings of unconsolidated joint ventures	(183)	130	(36)	263
Gain on sale-investment in BRT Realty Trust (related party)	-	134	-	134
Other income	72	2	75	10
Interest:				
Expense	(3,907)	(4,035)	(7,646)	(7,988)
Amortization and write-off of deferred financing costs	(186)	(228)	(641)	(466)
Income from continuing operations	3,714	4,662	12,921	7,949
Income from discontinued operations	-	-	-	13
Net income	3,714	4,662	12,921	7,962
Net income attributable to non-controlling interests	(32)	(22)	(1,383)	(49)
Net income attributable to One Liberty Properties, Inc.	<u>\$ 3,682</u>	<u>\$ 4,640</u>	<u>\$ 11,538</u>	<u>\$ 7,913</u>
Per common share attributable to common stockholders- diluted:				
Income from continuing operations	\$ 0.22	\$ 0.29	\$ 0.70	\$ 0.49
NAREIT funds from operations applicable to common stock- Note 1	\$ 7,699	\$ 8,427	\$ 14,574	\$ 15,324
NAREIT funds from operations per common share-diluted - Note 2	\$ 0.47	\$ 0.52	\$ 0.88	\$ 0.96
Adjusted funds from operations applicable to common stock - Note 1	\$ 7,807	\$ 7,574	\$ 15,129	\$ 14,798
Adjusted funds from operations per common share-diluted - Note 2	\$ 0.47	\$ 0.47	\$ 0.92	\$ 0.92
Weighted average number of common and unvested restricted shares outstanding:				
Basic	<u>16,423</u>	<u>15,999</u>	<u>16,381</u>	<u>15,931</u>
Diluted	<u>16,523</u>	<u>16,099</u>	<u>16,481</u>	<u>16,031</u>



ONE LIBERTY PROPERTIES, INC. (NYSE: OLP)
(Amounts in Thousands, Except Per Share Data)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2015	2014	2015	2014
Note 1:				
NAREIT funds from operations is summarized in the following table:				
GAAP net income attributable to One Liberty Properties, Inc.	\$ 3,682	\$ 4,640	\$ 11,538	\$ 7,913
Add: depreciation of properties	3,872	3,688	7,522	7,229
Add: our share of depreciation of unconsolidated joint ventures	87	94	180	187
Add: amortization of deferred leasing costs	49	35	133	71
Add: Federal excise tax relating to gain on sales	45	-	84	(19)
Deduct: gain on sale of real estate	-	-	(5,392)	-
Deduct: purchase price fair value adjustment	-	-	(960)	-
Adjustments for non-controlling interests	(36)	(30)	1,469	(57)
NAREIT funds from operations applicable to common stock	7,699	8,427	14,574	15,324
Deduct: straight-line rent accruals and amortization of lease intangibles	(677)	(266)	(979)	(659)
Deduct: lease termination fee income	-	(1,269)	(650)	(1,269)
Add: our share of straight-line rent accruals and amortization of lease intangibles of unconsolidated joint ventures	1	-	-	-
Add: amortization of restricted stock compensation	585	448	1,162	920
Add: prepayment costs on debt	-	-	568	-
Add: amortization and write-off of deferred financing costs	186	228	641	468
Add: our share of amortization of deferred financing costs of unconsolidated joint ventures	3	4	11	8
Adjustments for non-controlling interests	10	2	(198)	6
Adjusted funds from operations applicable to common stock	\$ 7,807	\$ 7,574	\$ 15,129	\$ 14,798
Note 2:				
NAREIT funds from operations is summarized in the following table:				
GAAP net income attributable to One Liberty Properties, Inc.	\$ 0.22	\$ 0.29	\$ 0.70	\$ 0.49
Add: depreciation of properties	0.24	0.22	0.46	0.45
Add: our share of depreciation of unconsolidated joint ventures	0.01	0.01	0.01	0.01
Add: amortization of deferred leasing costs	-	-	0.01	0.01
Add: Federal excise tax relating to gain on sales	-	-	-	-
Deduct: gain on sale of real estate	-	-	(0.33)	-
Deduct: purchase price fair value adjustment	-	-	(0.06)	-
Adjustments for non-controlling interests	-	-	0.09	-
NAREIT funds from operations per common share-diluted	0.47	0.52	0.88	0.96
Deduct: straight-line rent accruals and amortization of lease intangibles	(0.05)	(0.02)	(0.06)	(0.05)
Deduct: lease termination fee income	-	(0.08)	(0.04)	(0.08)
Add: our share of straight-line rent accruals and amortization of lease intangibles of unconsolidated joint ventures	-	-	-	-
Add: amortization of restricted stock compensation	0.04	0.03	0.08	0.06
Add: prepayment costs on debt	-	-	0.03	-
Add: amortization and write-off of deferred financing costs	0.01	0.02	0.04	0.03
Add: our share of amortization of deferred financing costs of unconsolidated joint ventures	-	-	-	-
Adjustments for non-controlling interests	-	-	(0.01)	-
Adjusted funds from operations per common share-diluted	\$ 0.47	\$ 0.47	\$ 0.92	\$ 0.92



ONE LIBERTY PROPERTIES, INC.
CONDENSED BALANCE SHEETS
(Amounts in Thousands)

	<u>June 30,</u> <u>2015</u>	<u>December 31,</u> <u>2014</u>
ASSETS		
Real estate investments, net	\$ 545,047	\$ 504,850
Property held-for-sale	-	10,176
Investment in unconsolidated joint ventures	11,118	4,907
Cash and cash equivalents	17,142	20,344
Restricted cash	1,210	1,607
Unbilled rent receivable	13,348	12,815
Unamortized intangible lease assets, net	28,229	27,387
Other assets	8,463	8,353
Total assets	<u>\$ 624,557</u>	<u>\$ 590,439</u>
LIABILITIES AND EQUITY		
Liabilities:		
Mortgages payable	\$ 302,274	\$ 292,049
Line of credit - outstanding	30,250	13,250
Unamortized intangible lease liabilities, net	14,671	10,463
Other liabilities	17,814	18,773
Total liabilities	<u>365,009</u>	<u>334,535</u>
Total One Liberty Properties, Inc. stockholders' equity	257,473	254,276
Non-controlling interests in consolidated joint ventures	2,075	1,628
Total equity	<u>259,548</u>	<u>255,904</u>
Total liabilities and equity	<u>\$ 624,557</u>	<u>\$ 590,439</u>