GOULD FREDRIC H Form 4 Revision No.: 2018-01-18

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

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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 * GOULD FREDRIC H	2. Issuer ONE LIBERTY PROPERTIES INC	Ticker or Trading Symbol [OLP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 60 CUTTER MILL RD STE 303	3. Date of Earliest Transaction (Month/Day/Y 01/18/2018		DirectorOfficer (give title below)Vice Chairman of Board	 10% Owner Other (specify below) 	
(Street) <u>GREAT NECK, NEW YORK 11021</u> (City) (State) (Zip)	4. If Amendment, Date Original Filed (Month	/Day/Year)	 6. Individual or Joint/Group Filing (Will be automatically set) 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. Transactio (Instr. 8)	on Code				Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	01/18/2018		A ⁽¹⁾		9,950	A	\$0	471,306	D	
Common Stock								141 (2)	Ι	By Georgetown Partners, Inc.
Common Stock								13,415 ⁽³⁾	Ι	By 130 Store Company

Common Stock				4,044 ⁽⁴⁾	I	By BRT Realty Trust Pension Trust
Common Stock				150,355 ⁽⁵⁾	Ι	As trustee of REIT Management Corp. Pension Plan and Profit Sharing Trust
Common Stock				70,417 ⁽⁶⁾	I	By spouse
Common Stock				13,977 (7)	I	By Gould Shenfeld Family Foundation
Common Stock				1,785,976.381 ⁽⁸⁾	Ι	By Gould Investors L.P.

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)		3A. Deemed Execution Date, if any (Month/Day/Yea r)	(Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer Expiration I (Month/Day	Date	7. Title and Underlying \$ (Instr. 3 and	Securities 4)	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following	Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	(A)		Date Exercisable	Expiration Date		Amount or Number of Shares				

Explanation of Responses:

- 1. These shares were issued as restricted stock effective January 18, 2018 under the issuer's 2016 Incentive Plan. The shares vest January 17, 2023. The award is exempt from Section 16(b) under Rule 16b-3(d)(1).
- 2. Reporting person is the sole shareholder of Georgetown Partners, Inc.
- 3. Reporting person is a partner in 130 Store Company, which owns these shares.
- 4. Reporting person is a trustee of BRT Realty Trust Pension Trust, which owns these shares.
- 5. Reporting person is a trustee of REIT Management Corp. Pension Plan and Profit Sharing Trust, which combined own the number of shares shown.
- 6. Reporting person disclaims beneficial interest in these shares. Reporting person's spouse is a director of the Gould Shenfeld Family Foundation which owns 23,469 shares of issuer.

- 7. Reporting person is a director of the Gould Shenfeld Family Foundation.
- 8. Reporting person, the sole member of a limited liability company which is a general partner of Gould Investors L.P., and a director of the corporate managing general partner of Gould Investors L.P., indirectly owns shares reported directly by Gould Investors L.P. This represents all shares of issuer owned by Gould Investors L.P. Includes shares acquired through issuer's dividend reinvestment plan.

Remarks:

Fredric H. Gould, by David Kalish, his attorney in fact	01/22/2018	
**Signature of Reporting Person	Date	

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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