FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Add | | 0 | 2. Issuer Name and Ticker or Trading Symbol <u>STRATUS PROPERTIES INC</u> [STRS] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|--|-----------------------|-------|---|---|--|--|--|--|--|--|
| (Last) | ast) (First) (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 08/29/2006 | X Director 10% Owner Officer (give title Other (specify below) | | | | | | |
| 1285 AVENUE OF THE AMERICAS 35TH FLOOR | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) NEW YORK | ORK NY 10019 | | | X 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 | | | | | | | | | | |

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. Transac Code (In 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|---------------------------------|---|---|---------------|---|---|---|------------|
| | | | Code | v | Amount | (A) or (D) | Price | Following Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) |
| Common Stock | 08/29/2006 | | М | | 2,040 | Α | \$5.5 | 2,040 | D | |
| Common Stock | 08/29/2006 | | S | | 1,000 | D | \$26.5 | 1,040 | D | |
| Common Stock | 08/29/2006 | | S | | 1,000 | D | \$26.6 | 40 | D | |
| Common Stock | 08/29/2006 | | S | | 40 | D | \$27 | 0 | D | |
| Common Stock | 08/31/2006 | | М | | 1,960 | A | \$5.5 | 1,960 | D | |
| Common Stock | 08/31/2006 | | S | | 960 | D | \$27 | 1,000 | D | |

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 | | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code (In | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | ivative urities uired or posed D) tr. 3, | 6. Date Exerc Expiration Da (Month/Day/N | 7. Title and Amount of Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|------------|---|----------|--|-----|--|--|---|-----------------|--|--|---|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Option (right to buy) | \$5.5 | 08/29/2006 | | М | | | 2,040 | 09/01/1997 ⁽¹⁾ | 09/01/2006 | Common Stock | 2,040 | \$0 | 1,960 | D | |
| Option (right to buy) | \$5.5 | 08/31/2006 | | М | | | 1,960 | 09/01/1997 ⁽²⁾ | 09/01/2006 | Common Stock | 1,960 | \$0 | 0 | D | |

Explanation of Responses:

1. 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

2. 25% exercisable on the date indicated and 25% exercisable on each of the next three anniversaries thereof.

Kelly C. Simoneaux on behalf of Michael D. Madden pursuant to a power of attorney

08/31/2006

** 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. If space is insufficient, see Instruction 6 for procedure.

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 Number.