

HMG COURTLAND PROPERTIES INC

Form 8-K

January 28, 2016

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

**Form 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES AND EXCHANGE ACT OF 1934

Date of Report (Date or earliest event reported): January 25, 2016

HMG/COURTLAND PROPERTIES, INC.  
(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation or Organization)

**1-7865**

(Commission File No)

**59-1914299**

(I.R.S. Employer Identification No.)

**1870 S. Bayshore Drive**  
**Coconut Grove, Florida**

(Address of Principal Executive Offices)

**33133**

(Zip Code)

**(305)854-6803**

(Registrant's Telephone Number, Including Area Code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

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:

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-1(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 25, 2016, the Board of Directors of HMG/Courtland Properties, Inc. (“HMG”) was notified of the death on January 18, 2016 of Mr. Walter G. Arader, a director of HMG.

On January 28, 2016 Mr. Larry Rothstein resigned as director of HMG contemporaneous with the expiration of his consulting agreement with HMGA, Inc., HMG’s advisor.

**Signatures**

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.

HMC/COURTLAND PROPERTIES, INC.

By: /S/ CARLOS CAMAROTTI  
Carlos Camarotti  
Principal Financial Officer

Date: January 28, 2016

Page 2 of 2