

HMG COURTLAND PROPERTIES INC  
Form 8-K  
December 14, 2018

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): December 14, 2018

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**                      **33133**  
(Address of Principal Executive Offices)      (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 7.01 Regulation FD Disclosure**

On December 14, 2018, HMG/Courtland Properties, Inc. (“HMG”) issued a press release announcing that HMG’s Board of Directors has authorized the purchase of up to \$500,000 of HMG common stock under a share repurchase program that will be in effect through December 31, 2021. A copy of the press release is attached as Exhibit 99.1.

The information in this Item 7.01 and Exhibit 99.1 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

### **Item 8.01 Other Events**

On December 14, 2018, HMG announced that its Board of Directors has authorized the purchase of up to \$500,000 of HMG common stock on the open market or through privately negotiated transactions. The program will be in place through December 31, 2021.

On December 14, 2018, HMG/Courtland Properties, Inc. (the “Company”) announced that its Board of Directors has declared a cash dividend of \$0.50 per share on the Company’s Common Stock. The dividend is payable to shareholders of record as of December 28, 2018, payable on January 9, 2019.

A copy of the News Release issued by the Company on December 14, 2018, is attached to this report as Exhibit 99.01 and is incorporated herein by reference

### **Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Release dated December 14, 2018 announcing that HMG’s Board of Directors has authorized the purchase of up to \$500,000 of HMG common stock under a share repurchase program that will be in effect through December 31, 2021.

99.01 News Release dated December 14, 2018, announcing a cash dividend payable on January 9, 2019.

**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: December 14, 2018