

HMG COURTLAND PROPERTIES INC  
Form 8-K  
September 21, 2012

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): September 20, 2012

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) (Zip Code)

**33133**

**(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 5.07 Submission of Matters to a Vote of Security Holders.

On September 20, 2012, HMG/Courtland Properties, Inc. (the “Company”) held its annual meeting of shareholders. At that meeting, the shareholders elected all of the Company’s nominees for director and approved the renewal of the Advisory Agreement between the Company and HMGA, Inc. The final voting results for each matter submitted to a vote of shareholders at the meeting are as follows:

1. Election of Directors:

	For	Withheld
Maurice Wiener	765,923	27,663
Larry Rothstein	765,923	27,663
Walter Arader	634,629	158,957
Richard Wiener	634,629	158,957
Harvey Comita	634,629	158,957

There were no broker non-votes for the election of directors.

2. Renewal of Advisory Agreement:

For	Against	Abstain
635,628	158,758	200

There were no broker non-votes for the renewal of the Advisory Agreement.

**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/ LAWRENCE ROTHSTEIN

Lawrence Rothstein  
Principal Financial Officer

Date: September 21, 2012

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