

Edgar Filing: Owens Realty Mortgage, Inc. - Form 8-K/A

Owens Realty Mortgage, Inc.

Form 8-K/A

January 04, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K/A

CURRENT REPORT PURSUANT TO

SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1933

Date of Report (Date of earliest event reported): January 4, 2018 (December 29, 2017)

OWENS REALTY MORTGAGE, INC.

(Exact Name of Registrant as Specified in its Charter)

Maryland

000-54957

46-0778087

(State or Other Jurisdiction

(Commission

(IRS

Employer

of Incorporation)

File Number)

Identification

No.)

2221 Olympic Boulevard

Walnut Creek, California

94595

(Address of Principal Executive Offices)

(Zip

Code)

Registrant's telephone number, including area code: 925) 935-3840

Not Applicable

(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 (see General Instruction A.2. below):

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-2(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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EXPLANATORY NOTE

This Amendment No. 1 to the Current Report on Form 8-K (the "Original Form 8-K") filed on January 3, 2018 is being filed solely to correct inadvertent errors in Exhibits 3.1 and 10.1. These corrected exhibits replace the same exhibits in the Original Form 8-K. The only change to Exhibit 10.1 was to include the provision that had been inadvertently omitted that terminated the confidentiality agreement previously executed by Owens Realty Mortgage, Inc. and Freestone Capital Management, LLC. No changes were made to Exhibit 3.1 other than including a conformed signature. No other changes have been made to the Original 8-K, including Exhibit 99.1 thereto.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

3.1 Amendment No. 1 to the Bylaws of Owens Realty Mortgage, Inc., dated December 29, 2017.

10.1 Settlement Agreement, dated December 29, 2017, by and among Owens Realty Mortgage, Inc., Freestone Opportunity Partners LP, Freestone Opportunity Qualified Partners LP, Freestone Investments LLC, Freestone Capital Management, LLC, Freestone Capital Holdings, LLC, Erik Morgan and Gary I. Furukawa.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amended report to be signed on its behalf by the undersigned hereunto duly authorized.

OWENS REALTY MORTGAGE, INC.

Date: January 4, 2018 By: /s/ Bryan H. Draper  
Name: Bryan H. Draper  
Title: President and Chief Executive Officer

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EXHIBIT INDEX

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