FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ngton, D.C. 20549	Г

OIVIB APPROVAL											
OMB Number:	3235-0287										
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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

Name and Address of Reporting Person* Brokaw George R						2. Issuer Name and Ticker or Trading Symbol CTO Realty Growth, Inc. [CTO]									Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 04/03/2023											Office below	r (give title	е	Other below	(specify	
DISH NETWORK CORPORATION 9601 S MERIDIAN BLVD					4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street)	(Street) ENGLEWOOD CO 80112			L				_				Form filed by More than One Reporting Person									
(City)	(City) (State) (Zip)				Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea			r) Ex	2A. Deemed Execution Date, if any (Month/Day/Year)		Cod	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				Beneficial Owned Following		es ally ig		ct (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Cod	de	v ,	Amount	(A) (D)		Price		Reporte Transac (Instr. 3	tion(s)				
Common Stock 04/03/202				2023			A	١		900	900 A \$16.6		\$16.6615	(1)	74,696		D				
Common Stock															3,858		I		Babette Brokaw Revocable Trust ⁽²⁾		
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	se (Month/Day/Year) if any Cod (Month/Day/Year) 8)				Fransaction of Code (Instr. Derivation			Expiration Date (Month/Day/Year) less defined			nd	Amount of Securities Underlying Derivative Security (Ins 3 and 4)				9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)	
					Code V (A) (E			(D)	Date Exercisab		Expirat le Date	tion	Amou or Numb of Title Share								

Explanation of Responses:

- 1. These shares were issued to the Reporting Person in lieu of his 1st quarter 2023 board retainer fee of \$10,000 and committee retainer fees of \$5,000 pursuant to the Issuer's Non-Employee Director Compensation Policy (the "Policy") adopted by the Issuer's board of directors on February 27, 2019 (last amended February 10, 2021). Pursuant to the Policy, the share price utilized to calculate the number of shares issued was the 20-day trailing average closing price as of the last day of the quarter, or \$16.66150.
- 2. These securities are held directly by the above-named trust, of which the Reporting Person is a beneficiary and trustee

/s/ Daniel E. Smith, attorneyin-fact for George R. Brokaw

01/04/2023

** 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.