SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 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). |
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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

| 1. Name and Addr | | 5 | 2. Issuer Name and Ticker or Trading Symbol Alpine Income Property Trust, Inc. [PINE] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--------------------------------|---------------|-------------------|---|--|------------------------------------|--------|--------------------------|--|
| <u>CTO Realty Growth, Inc.</u> | | | <u></u> | I | Director | Х | 10% Owner | |
| (Last) P.O. BOX 1080 | (First))9 | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/24/2022 | | Officer (give title below) | | Other (specify below) | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | (Check Applicable | | | |
| DAYTONA | FL 32120 | | | X | Form filed by One Reporting Person | | | |
| BEACH | | | _ | | Form filed by More Person | e than | One Reporting | |
| (City) | (State) | (Zip) | | | | | | |
| | | Table I - Non-Der | ivative Securities Acquired, Disposed of, or Bene | ficially | Owned | | | |

| 1. Title of Security (Instr. 3) | Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | 4. Securities Disposed Of | | | Securities Beneficially | (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--------------------------|---|-----------------------------|---|------------------------------|---------------|---------------------------------|------------------------------------|------------------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) |
| Common Stock | 02/24/2022 | | P ⁽¹⁾ | | 3,474 | A | \$18.4646 ⁽²⁾ | 827,352 | D | |

| | | Tal | ble II - Derivat (e.g., pւ | | | | | iired, Disp options, d | | | | | d | | |
|---|---|--|---|---|---|---|-----|---|---|--|--|--|---|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | ate, Transaction of Expiration Date Amount of Code (Instr. Derivative (Month/Day/Year) Securities | | of Expiration Dat Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | unt of rities rlying ative rity (Instr. | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The purchases reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 27, 2021 and last modified February 17, 2022.

2. The price reported is a weighted-average price. These shares were purchased in multiple transactions at prices ranging from \$18.40 to \$18.50, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

| <u>/s/ Daniel E. Smith, Senior</u> |
|------------------------------------|
| Vice President, General |
| Counsel & Corporate |
| Secretary of CTO Realty |
| Growth, Inc. |
| ** Signature of Reporting Person |

02/25/2022

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.