

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (As Permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under Rule 14a-12

CONSOLIDATED-TOMOKA LAND CO.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

On March 21, 2017, Consolidated-Tomoka Land Co. launched the website www.VoteCTO.com with the following content:

Terms:

The image shows two screenshots of the website www.VoteCTO.com. The top screenshot displays a 'Terms' pop-up window with the following text:

Terms

In order to enter this site, please agree to the terms by clicking the AGREE button at the bottom of the page.

The Company, its directors and certain of its executive officers are participants in the solicitation of proxies in connection with the Company's 2016 Annual Meeting of Shareholders.

The Company has filed a preliminary proxy statement and form of WHITE proxy card with the U.S. Securities and Exchange Commission (the "SEC") in connection with such solicitation of proxies from the Company's shareholders. WE URGE INVESTORS TO READ THE DEFINITIVE PROXY STATEMENT (INCLUDING ANY AMENDMENTS AND SUPPLEMENTS THERETO) AND ACCOMPANYING WHITE PROXY CARD CAREFULLY AND IN THEIR ENTIRETY BECAUSE THEY CONTAIN IMPORTANT INFORMATION.

SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT

The bottom screenshot displays a 'SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995' pop-up window with the following text:

SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995

Certain statements contained in this press release (other than statements of historical fact) are forward-looking statements. Words such as "believe," "estimate," "expect," "intend," "anticipate," "will," "could," "may," "should," "plan," "potential," "predict," "forecast," "project," and similar expressions and variations thereof identify certain of such forward-looking statements, which speak only as of the dates on which they were made. Although forward-looking statements are made based upon management's expectations and beliefs concerning future developments and their potential effect upon the Company, a number of factors could cause the Company's actual results to differ materially from those set forth in the forward-looking statements. Such factors may include the completion of 1031 exchange transactions, the availability of investment properties that meet the Company's investment goals and criteria, the modification of terms of certain land sales agreements, uncertainties associated with obtaining required governmental permits and satisfying other closing conditions, as well as the uncertainties and risk factors discussed in our Annual Report on Form 10-K for the fiscal year ended December 31, 2016 as filed with the Securities and Exchange

Your Vote Counts

Support Consolidated Tomoka and its Board of Directors and Management team to continue the execution of our strategy which is building shareholder value. Vote the WHITE proxy card today.

[How to vote](#)

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I agree

I DO NOT agree

Overview

Landing Page:

Your Vote Counts

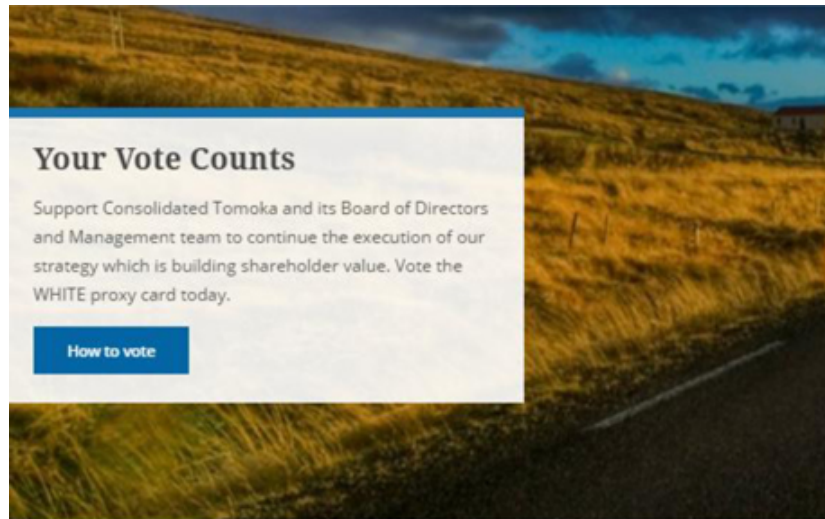
Support Consolidated Tomoka and its Board of Directors and Management team to continue the execution of our strategy which is building shareholder value. Vote the WHITE proxy card today.

[How to vote](#)

Overview

Consolidated Tomoka (CTO) will hold its 2017 Annual Meeting of Shareholders on **April 26, 2017**. CTO's Board of Directors unanimously recommends that shareholders vote the **WHITE** proxy card **FOR** each of the Company's seven experienced and highly qualified director nominees. **Shareholders are encouraged to vote by telephone, internet or by signing, dating and returning the WHITE proxy card. More details on how to vote here**

The CTO Board of Directors and management team are successfully executing the Company's business plan and completing value-enhancing transactions. We remain confident that by continuing our successful business plan of monetizing our land, we will further maximize value for all CTO shareholders.



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Full page:

CONSOLIDATED
TOMORROW

LETTERS | FUNDS | OUR NOMINEES | NEWS | CONTACT AND VOTING

CONTACT AND VOTING

**VOTE TODAY FOR ALL OF THE CTO
NOMINEES TO THE BOARD ON THE
WHITE PROXY CARD**

Enclosed with your Consolidated Tomorrows proxy materials, you will find a **WHITE** proxy card or voting instruction form.

The **WHITE** proxy card provides easy instructions for three methods of voting:

- by **Telephone**
- by **Internet**
- by simply signing, dating and returning your vote by **Mail**

You may choose whichever method is most convenient for you. If you decide to vote by telephone or by internet, you will need the Control Number located on your **WHITE** proxy card or voting instruction form.

If you have any questions or require any assistance with voting your shares, please contact the Company's proxy solicitor listed below.

MANNING
PRINCIPALS, INC.

105 Madison Avenue, New York, New York 10016
Call Collect: 212-633-0300
or
Toll Free: 855-333-2885
Email: proxy@manningpartners.com

IMPORTANT

We urge you to protect your investment in CTO by voting the **WHITE** proxy card today, **FOR** each of CTO's seven nominees and discarding any materials you may receive from Mismanagement. Please vote each and every **WHITE** proxy card you receive since you may own CTO shares in multiple accounts.

Investors:
Mark E. Patten, 380 5th St. 1043
Sr. Vice President & Chief Financial Officer
mpatten@cti.com
Facsimile: 386-276-1229

Shareholder Media:
Jackie Frank, Wilkinson Brimmer Kaucher
Senior Counsel, Shareholder Media
212-353-6655

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CONTACT AND VOTING

VOTE TODAY **FOR** ALL OF THE CTO NOMINEES TO THE BOARD ON THE **WHITE PROXY CARD**



Enclosed with your Consolidated-Tomoka proxy materials, you will find a **WHITE** proxy card or voting instruction form.

The **WHITE** proxy card provides easy instructions for three methods of voting:

- by **Telephone**

- by **Internet**

- or by simply signing, dating and returning your vote by **Mail**

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If you have any questions or require any assistance with voting your shares, please contact the Company's proxy solicitor listed below:



105 Madison Avenue, New York, New York 10016

Call Collect: 212-929-5500

or

Toll-Free: (800) 322-2885

Email: proxy@mackenziepartners.com

IMPORTANT

We urge you to protect your investment in CTO by voting the **WHITE** proxy card today **FOR** each of CTO's seven nominees and discarding any materials you may receive from Wintergreen. Please vote each and every **WHITE** proxy card you receive since you may own CTO shares in multiple accounts.

Investors:

Mark E. Patten, 386-944-5643
Sr. Vice President & Chief Financial Officer
mpatten@ctlc.com
Facsimile: 386-274-1223

News Media:

Joele Frank, Wilkinson Brimmer Katcher
James Golden / Dan Moore
212-355-4449

LETTERS

Letters

Below you will find letters sent on behalf of Consolidated-Tomoka to shareholders related to the proxy contest.

[March 21st Letter to Shareholders](#)

Filings tab – links back to the “Documents” tab on the Company’s main page:

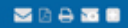
Full page:

The screenshot displays a 'DOCUMENTS' page with a search bar and a list of filings. The page is organized into two main sections: 'Recent Filings' and 'Other Filings'. Each section contains a table with the following columns: Filing Description, Filing Type, Filing Date, and Filed Date. The 'Recent Filings' section lists several filings, including '2019 Form 10-K', '2019 Form 10-Q', and '2019 Form 10-Q'. The 'Other Filings' section lists a variety of other filings, including '2018 Form 10-K', '2018 Form 10-Q', and '2018 Form 10-Q'. The page also includes a 'Showing 1 to 10 of 10 Items' indicator at the bottom of the list.

Filing Description	Filing Type	Filing Date	Filed Date
2019 Form 10-K	10-K	2020/02/10	2020/02/10
2019 Form 10-Q	10-Q	2019/11/07	2019/11/07
2019 Form 10-Q	10-Q	2019/08/07	2019/08/07
2019 Form 10-Q	10-Q	2019/05/07	2019/05/07
2019 Form 10-Q	10-Q	2019/02/07	2019/02/07



DOCUMENTS


[CORPORATE OVERVIEW](#) | [STOCK OVERVIEW](#) | [SEC FILINGS](#) | [AS REPORTED FINANCIAL STATEMENTS](#) | [NEWS & EVENTS](#) | [OTHER INFORMATION](#)
[View Insider related Regulatory Filings: Forms 3, 4 & 5.](#)
[View Document Grouping descriptions](#)

Document Highlights

Filing Description	Filing Type	Filing Date	Event Date
Latest Investor Presentation	IP		2/7/2017
Latest 10-K	10-K	2/24/2017	12/31/2016
Latest 10-Q	10-Q	10/28/2016	9/30/2016
Latest Proxy	DEF 14A	3/15/2016	4/27/2016
Latest Annual Report	AR		12/31/2015

Other Filings

Filing Description	Filing Type	Filing Date	Event Date
Proxy	DEFC14A	3/21/2017	
Abstract: Registrant filed a proxy statement in connection with contested solicitations by Wintergreen Advisors LLC's nominees, who are seeking to elect representation on the company's board in connection with its annual meeting of shareholders on April 26.			
Proxy	DFAN14A	3/17/2017	
Proxy	DEFA14A	3/15/2017	
Proxy	PREC14A	3/10/2017	
Abstract: Registrant filed a preliminary proxy statement in connection with contested solicitations by Wintergreen Fund Inc. who are seeking to elect representation on the company's board in connection with its annual meeting of shareholders.			
Proxy	DFAN14A	3/8/2017	
13-D	SC 13D/A	3/8/2017	
Proxy	DEFA14A	3/7/2017	
Proxy	PREC14A	3/6/2017	
Abstract: Registrant filed a preliminary proxy statement in connection with contested solicitations by John Albright, among others, who are seeking to elect representation on the registrant's board in connection with its annual meeting of shareholders on April 26.			
8-K	8-K	3/3/2017	3/3/2017
Abstract: On March 3, registrant announced the appointment of Casey Wold to its board of directors.			
8-K	8-K	2/28/2017	2/28/2017
Abstract: On Feb. 27, registrant announced the intention of Jeffrey Fuqua not to stand for reelection to its board at the 2017 annual shareholder meeting in April.			
10-K	10-K	2/24/2017	12/31/2016
13-D	SC 13D/A	2/21/2017	
8-K	8-K	2/8/2017	2/7/2017
Abstract: Registrant furnished its investor presentation for the 2016 fourth quarter.			
8-K	8-K	2/7/2017	2/7/2017
Abstract: On Feb. 7, registrant reported its net income for the quarter and net income for the year ended Dec. 31, 2016.			
Investor Presentation	IP		2/7/2017
Abstract: Year-end 2016 investor presentation made by Consolidated-Tomoka I and Co. on February 7.			

13-D	SC 13D/A	2/3/2017	↓
13-D	SC 13D/A	1/24/2017	↓
13-D	SC 13G/A	1/23/2017	↓
8-K	8-K	1/3/2017	1/3/2017 ↓
Abstract: Registrant reported that on Dec. 15, 2016, its legal counsel delivered a letter to Wintergreen Advisors LLC, which letter is referenced in an amendment to the Schedule 13D filed by Wintergreen on Jan. 3, 2017. The letter was included by exhibit.			
13-D	SC 13D/A	1/3/2017	↓

Displaying 1 to 20 (of 162 filings)

CONSOLIDATED TOMOKA








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DIRECTORS FOR NOMINATION

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Directors for Nomination

 John P. Albright PRESIDENT AND CHIEF EXECUTIVE OFFICER	▼
 John J. Allen PRESIDENT OF ALLEN LAND-GROER, INC. AND MITIGATION SOLUTIONS, INC., SINCE 1995.	▼
 Laura M. Franklin RETIRED (2013) WASHINGTON REAL ESTATE INVESTMENT TRUST	▼
 William L. Olivari CERTIFIED PUBLIC ACCOUNTANT AND FORMER PARTNER WITH OLIVARI AND ASSOCIATES AND CONSULTANT SINCE 2014.	▼
 Howard C. Serkin CHAIRMAN OF HERITAGE CAPITAL GROER, INC., AN INVESTMENT BANKING FIRM, SINCE 1996.	▼
 Thomas P. Warlow III PRESIDENT AND CHAIRMAN OF THE MARTIN ANDERSEN-GRACIA ANDERSEN FOUNDATION, INC.	▼
 Casey R. Wold MANAGING PARTNER AND CHIEF EXECUTIVE OFFICER OF VANDERBILT OFFICE PROPERTIES	▼

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Q All Months All Years

Update Reset

List View Grid View

Date	Headline
3/21/2017 7:30 AM ET	PRISM RELEASE Consolidated Tomoka Files Definitive Proxy Materials and Mails Letter to Shareholders [Download]
3/15/2017 9:15 AM ET	PRISM RELEASE Consolidated Tomoka Announces New \$10 Million Share Buyback Program [Download]
3/7/2017 9:15 AM ET	PRISM RELEASE Consolidated Tomoka Announces Settlement of Litigation with Watergreen Advisers [Download]
3/9/2017 9:15 AM ET	PRISM RELEASE Consolidated Tomoka Appoints Casey Weld to Board of Directors [Download]
3/9/2017 9:20 AM ET	PRISM RELEASE Consolidated Tomoka Announces Purchase of Grocery-Anchored Shopping Center in Fort Worth, Texas for \$15.8 Million [Download]

Displaying 1 to 5 (of 112) releases

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[All Releases](#) | [Earnings Releases](#)

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All Months
All Years

 List View
 Grid View

Date	Headline
3/21/2017 7:30 AM ET	PRESS RELEASE Consolidated Tomoka Files Definitive Proxy Materials and Mails Letter to Shareholders SUMMARY
3/15/2017 9:15 AM ET	PRESS RELEASE Consolidated Tomoka Announces New \$10 Million Share Buyback Program SUMMARY
3/7/2017 9:15 AM ET	PRESS RELEASE Consolidated Tomoka Announces Settlement of Litigation with Wintergreen Advisers SUMMARY
3/2/2017 9:20 AM ET	PRESS RELEASE Consolidated Tomoka Announces Purchase of Grocery-Anchored Shopping Center in Fort Worth, Texas for \$15.0 Million SUMMARY

Displaying 1 to 5 (of 112 releases)

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