

LTC PROPERTIES INC  
Form 8-K  
March 20, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20459

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**FORM 8-K**

**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(D)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report: March 17, 2014**

(Date of earliest event reported)

**LTC PROPERTIES, INC.**

(Exact name of Registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction of  
incorporation or organization)

**1-11314**  
(Commission file number)

**71-0720518**  
(I.R.S. Employer  
Identification No)

**2829 Townsgate Road, Suite 350**

**Westlake Village, CA 91361**

(Address of principal executive offices)

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(805) 981-8655

(Registrant's telephone number, including area code)

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))
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**Item 8.01. Other Events**

On March 17, 2014, Wendy L. Simpson, Chairman, Chief Executive Officer and President of LTC Properties, Inc. (the "Company"), in her capacity as Executor of the Estate of Andre C. Dimitriadis (the "Estate"), modified the pre-arranged trading plan established on December 24, 2013 (the "Plan") in accordance with the guidelines specified by Rule 10b5-1 under the Securities and Exchange Act of 1934 and the Company's policies with respect to insider sales. Rule 10b5-1 recognizes the creation of formal programs under which executives and other insiders may sell the securities of publicly traded companies on a regular basis pursuant to written plans that are entered into in good faith at a time when the plan participants are not aware of material non-public information and that otherwise comply with the requirements of Rule 10b5-1.

The Plan was modified to accelerate the sale of up to 144,679 shares of the Company's common stock on behalf of the Estate in order to satisfy an upcoming tax liability of the Estate. Sales pursuant to the Plan will commence on March 25, 2014 and extend through the time at which all shares are sold, unless the Plan is terminated earlier pursuant to its terms.

**SIGNATURE**

Pursuant to the requirements of Section 13 or 15(d) 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.

LTC PROPERTIES, INC.

Dated: March 20, 2014

By:

/s/ Pamela Shelley-Kessler  
Pamela Shelley-Kessler  
Executive Vice President, Chief Financial Officer and  
Secretary