

BOSTON OMAHA CORP

FORM 8-K (Current report filing)

Filed 11/12/19 for the Period Ending 11/12/19

Address	1411 HARNEY ST. SUITE 200 OMAHA, NE, 68102
Telephone	857-256-0079
CIK	0001494582
Symbol	BOMN
SIC Code	6510 - Real Estate Operators (No Developers) and Lessors
Industry	Advertising & Marketing
Sector	Consumer Cyclical
Fiscal Year	12/31

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 12, 2019

BOSTON OMAHA CORPORATION
(Exact name of registrant as specified in its Charter)

Delaware
(State or other jurisdiction of Incorporation)

001-38113
(Commission File Number)

27-0788438
(IRS Employer Identification Number)

1411 Harney St., Suite 200
Omaha, Nebraska 68102
(Address and telephone number of principal executive offices, including zip code)

(857) 256-0079
(Registrant's telephone number, including area code)

Not Applicable
(Former name or address, if changed since last report)

Securities registered under Section 12(b) of the Exchange Act:

Title of Class	Trading Symbol	Name of Exchange on Which Registered
Class A common stock, \$0.001 par value per share	BOMN	The Nasdaq Stock Market LLC (NASDAQ Capital Market)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of 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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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.

ITEM 7.01 REGULATION FD DISCLOSURE

On November 12, 2019, Boston Omaha Corporation (the “Company”) issued a press release entitled “Boston Omaha Corporation Announces Third Quarter 2019 Financial Results.” The full text of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1. The press release was also simultaneously filed on the Company’s website. The information in this Item 7.01 of this Current Report on Form 8-K and Exhibit 99.1 shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, or incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as shall be expressly set forth by specific reference in such filing.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits. The Exhibit Index set forth below is incorporated herein by reference.

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Exhibit Title</u>
99.1	Press release, dated November 12, 2019, titled “Boston Omaha Corporation Announces Third Quarter 2019 Financial Results”

SIGNATURES

Pursuant to the requirements 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.

BOSTON OMAHA CORPORATION
(Registrant)

By: /s/ Joshua P. Weisenburger
Joshua P. Weisenburger,
Chief Financial Officer

Date: November 12, 2019

BOSTON OMAHA CORPORATION ANNOUNCES THIRD QUARTER 2019 FINANCIAL RESULTS

Omaha, Nebraska (Business Wire)

November 12, 2019

Boston Omaha Corporation (NASDAQ: BOMN) (the “Company”) announced its financial results for the third quarter ended September 30, 2019 in connection with filing its Quarterly Report on Form 10-Q with the Securities and Exchange Commission.

We show below summary financial data for the third quarter of 2019 and 2018. Our Quarterly Report on Form 10-Q can be found at www.bostonomaha.com.

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2019	2018	2019	2018
Billboard Rentals, Net	\$ 7,182,884	\$ 3,753,795	\$ 21,113,266	\$ 7,003,254
Premiums Earned	3,065,490	814,944	7,435,389	1,799,293
Insurance Commissions	442,824	793,934	1,200,927	2,310,802
Investment and Other Income	131,610	30,845	323,512	92,872
Total Revenues	10,822,808	5,393,518	30,073,094	11,206,221
Depreciation and Amortization Expense	4,120,022	2,077,871	11,529,551	4,164,518
Net Loss from Operations	(3,789,099)	(2,905,056)	(11,779,688)	(8,151,138)
Net Other Income	4,456,704	980,582	6,261,025	2,514,385
Net Income (Loss) Attributable to Common Stockholders	\$ 634,999	\$ (1,931,041)	\$ (5,557,735)	\$ (5,598,520)
Basic and Diluted Net Income (Loss) per Share	\$ 0.03	\$ (0.09)	\$ (0.25)	\$ (0.29)

	September 30, 2019	December 31, 2018
Total Unrestricted Cash & Investments ⁽¹⁾	\$ 137,584,786	\$ 103,950,458
Total Assets	426,114,479	332,194,521
Total Liabilities	86,057,297	15,633,559
Total Noncontrolling Interest	1,864,861	1,345,578
Total Stockholders' Equity	\$ 338,192,321	\$ 315,215,384

(1) Investments consist of U.S. treasury securities classified as securities available for sale and publicly traded equity securities, of which \$12,226,715 is held by our insurance entities at September 30, 2019.

Cash flow from (used in) operations for the three and nine months ended September 30, 2019 was \$2,139,574 and \$5,035,455, respectively, as compared with \$719,056 and \$(1,752,538) for the three and nine months ended September 30, 2018, respectively.

Our book value per share was \$14.47 at September 30, 2019, compared to \$14.27 at December 31, 2018.

As of September 30, 2019, we had 22,316,372 shares of Class A common stock and 1,055,560 shares of Class B common stock issued and outstanding.

As of November 11, 2019, we had 22,323,772 shares of Class A common stock and 1,055,560 shares of Class B common stock issued and outstanding.

About Boston Omaha Corporation

Boston Omaha Corporation is a public company engaged in several lines of business, including outdoor advertising and surety insurance, and also maintains investments in commercial real estate, residential homebuilding and banking businesses.

Forward-Looking Statements

Any statements in this press release about the Company's future expectations, plans and prospects, including statements about our financing strategy, future operations, future financial position and results, market growth, total revenue, as well as other statements containing the words “anticipate,” “believe,” “continue,” “could,” “estimate,” “expect,” “intend,” “may,” “might,” “plan,” “potential,” “predict,” “project,” “should,” “target,” “will,” or “would” and similar expressions, constitute forward-looking statements within the meaning of the safe harbor provisions of The Private Securities Litigation Reform Act of 1995. The Company may not actually achieve the plans, intentions or expectations disclosed in the Company's forward-looking statements, and you should not place undue reliance on the Company's forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements the Company make as a result of a variety of risks and uncertainties, including risks related to the Company's estimates regarding the potential market opportunity for the Company's current and future products and services, the Company's expectations regarding the Company's sales, expenses, gross margins and other results of operations, and the other risks and uncertainties described in the “Risk Factors” sections of the Company's public filings with the Securities and Exchange Commission. In addition, the forward-looking statements included in this press release represent the Company's views as of the date hereof. The Company anticipates that subsequent events and developments may cause the Company's views to change. However, while the Company may elect to update these forward-looking statements at some point in the future, the Company specifically disclaim any obligation to do so. These forward-looking statements

should not be relied upon as representing the Company's views as of any date subsequent to the date hereof.

Contacts:

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