

**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 2, 2017

The St. Joe Company
(Exact Name of Registrant as Specified in its Charter)

Florida
(State or Other Jurisdiction
of Incorporation)

1-10466
(Commission File Number)

59-0432511
(I.R.S. Employer
Identification No.)

133 South WaterSound Parkway
WaterSound, Florida
(Address of Principal Executive Offices)

32461
(Zip Code)

(850) 231-6400
(Registrant's telephone number, including area code)

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

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:

- 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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On November 2, 2017, The St. Joe Company issued a press release announcing its financial results for the quarter ended September 30, 2017. A copy of the press release is furnished with this Current Report on Form 8-K as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

The following exhibit is furnished as part of the Current Report on Form 8-K.

[99.1 Press Release dated November 2, 2017.](#)

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.

THE ST. JOE COMPANY

By: /s/ Marek Bakun

Marek Bakun

Chief Financial Officer

Date: November 2, 2017

The St. Joe Company Reports Third Quarter 2017 Results

WATERSOUND, Fla.--(BUSINESS WIRE)--November 2, 2017--The St. Joe Company (NYSE: JOE) (the "Company") today announced Net Income for the third quarter of 2017 of \$5.9 million, or \$0.08 per share, compared with Net Income of \$2.7 million, or \$0.04 per share, for the third quarter of 2016. For the nine months ended September 30, 2017, the Company reported Net Income of \$21.0 million, or \$0.29 per share, compared to Net Income of \$13.2 million, or \$0.18 per share, for the same period last year.

Third Quarter highlights include:

- Total revenue for the quarter was \$33.6 million as compared to \$27.2 million in the third quarter of 2016 due to increases in real estate revenue, leasing revenue and timber revenue, partially offset by a decrease in resorts and leisure revenue.
 - Real estate revenue increased to \$10.7 million in the third quarter of 2017 as compared to \$4.2 million in the third quarter of 2016. Real estate revenue in the third quarter of 2017 included \$9.4 million in residential real estate revenue, \$0.4 million in commercial real estate revenue and \$0.9 million in rural land revenue. The third quarter of 2016 consisted of \$3.1 million in residential real estate revenue, \$0.6 million in commercial real estate revenue and \$0.5 million in rural land revenue. Income before income taxes for the three months ended September 30, 2017 for the Company's residential real estate segment increased by \$1.6 million as compared to the three months ended September 30, 2016. The Company continues to invest in the development of additional residential lots in the WaterSound Origins and Breakfast Point communities, which management believes have the potential for long-term, scalable and repeatable revenue.
 - Resorts and leisure revenue decreased in the third quarter of 2017 to \$18.2 million as compared to \$19.0 million in the third quarter of 2016. The decrease during the third quarter of 2017 as compared to the same period in 2016 was primarily related to lower vacation rental inventory, partially offset by revenue increases from St. Joe Club & Resorts, the Company's private membership club. Although resort and leisure revenue decreased 4.2% for the quarter, income before income taxes increased by \$0.5 million compared to the third quarter of 2016 due to improved operating efficiency and cost management.
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- Leasing revenue increased by approximately \$0.1 million in the third quarter of 2017 as compared to the third quarter of 2016. The increase represents an eleventh consecutive quarter of increased revenue in the leasing segment as compared to the same quarter in the previous year. As of September 30, 2017, the Company's leasing portfolio consisted of approximately 675,000 square feet of rentable space, which was 85% leased, an increase in rentable space of approximately 73,000 square feet since December 2016.
- As of September 30, 2017, the Company had cash, cash equivalents and investments of \$312.0 million as compared to \$416.8 million as of December 31, 2016 after spending a total of \$34.5 million on operating and development properties and \$136.0 million on share repurchases. During the nine months ended September 30, 2017, the Company repurchased a total of 7,811,937 shares of its common stock. As of September 30, 2017, the Company had approximately 66.5 million shares of its common stock outstanding.
- Other operating and corporate expenses declined by \$0.2 million in the third quarter of 2017 as compared to the same time last year. The Company continues its focus on a cost discipline to support bottom line performance.

Jorge Gonzalez, the Company's President and Chief Executive Officer, said, "We believe our third quarter and year-to-date results reflect that our business strategy to increase both recurring revenue and investments in our real estate produced improved results." Mr. Gonzalez added, "We are pleased with our current progress as we continue to build on the fundamentals and strengths of the Company's assets and its people."

FINANCIAL DATA

Consolidated Results

(\$ in millions except share and per share amounts)

	Quarter Ended September 30,		Nine Months Ended September 30,	
	2017	2016	2017	2016
Revenue				
Real estate revenue	\$10.7	\$4.2	\$19.4	\$18.0
Resorts and leisure revenue	18.2	19.0	45.6	47.6
Leasing revenue	2.8	2.7	7.9	7.4
Timber revenue	1.9	1.3	4.3	4.0
Total revenue	33.6	27.2	77.2	77.0
Expenses				
Cost of real estate revenue	6.4	2.0	10.4	6.7
Cost of resorts and leisure revenue	14.5	15.4	38.2	40.4
Cost of leasing revenue	0.8	0.7	2.3	2.2
Cost of timber revenue	0.2	0.2	0.6	0.6
Other operating and corporate expenses	5.0	5.2	15.3	17.7
Depreciation, depletion and amortization	2.3	2.1	6.2	6.5
Total expenses	29.2	25.6	73.0	74.1
Operating income	4.4	1.6	4.2	2.9
Investment income, net	6.4	4.7	31.1	10.4
Interest expense	(3.0)	(3.1)	(9.1)	(9.3)
Other income, net	0.9	0.4	5.5	14.0
Income before income taxes	8.7	3.6	31.7	18.0
Income tax expense	(2.6)	(0.9)	(10.8)	(5.2)
Net income	6.1	2.7	20.9	12.8
Net (income) loss attributable to non-controlling interest	(0.2)	--	0.1	0.4
Net income attributable to the Company	\$5.9	\$2.7	\$21.0	\$13.2
Net income per share attributable to the Company	\$0.08	\$0.04	\$0.29	\$0.18
Weighted average shares outstanding	70,202,807	74,342,826	72,037,772	74,496,058

Summary Balance Sheet

(\$ in millions)

	September 30, 2017	December 31, 2016
Assets		
Investment in real estate, net	\$337.5	\$314.6
Cash and cash equivalents	166.8	241.1
Investments	145.2	175.7
Restricted investments	4.5	5.6
Income tax receivable	--	27.1
Claim settlement receivable	8.0	7.8
Other assets	40.5	38.4
Property and equipment, net	9.3	9.0
Investments held by special purpose entities	207.9	208.6
Total assets	\$919.7	\$1,027.9
Liabilities and Equity		
Debt	\$55.7	\$55.0
Other liabilities	49.9	41.0
Deferred tax liabilities	70.8	68.8
Senior Notes held by special purpose entity	176.5	176.3
Total liabilities	352.9	341.1
Total equity	566.8	686.8
Total liabilities and equity	\$919.7	\$1,027.9

Debt Schedule
(\$ in millions)

	<u>September 30, 2017</u>	<u>December 31, 2016</u>
Pier Park North joint venture refinanced loan	\$47.0	\$47.5
Community Development District debt	7.1	7.5
Construction loan	1.6	--
Total debt	<u>\$55.7</u>	<u>\$55.0</u>

Other Operating and Corporate Expenses
(\$ in millions)

	<u>Quarter Ended</u> <u>September 30,</u>		<u>Nine Months Ended</u> <u>September 30,</u>	
	<u>2017</u>	<u>2016</u>	<u>2017</u>	<u>2016</u>
Employee costs	\$1.7	\$1.8	\$5.3	\$5.3
401(k) contribution	--	--	1.2	1.4
Non-cash stock compensation costs	--	--	--	0.1
Property taxes and insurance	1.3	1.4	4.1	4.2
Professional fees	0.8	1.2	2.2	3.8
Marketing and owner association costs	0.4	0.3	1.0	1.0
Occupancy, repairs and maintenance	0.2	0.2	0.4	0.5
Other	0.6	0.3	1.1	1.4
Total other operating and corporate expense	<u>\$5.0</u>	<u>\$5.2</u>	<u>\$15.3</u>	<u>\$17.7</u>

Additional Information and Where to Find It

Additional information with respect to the Company's results for the third quarter of 2017 will be available in a Form 10-Q that will be filed with the Securities and Exchange Commission, which can be found at the SEC's website www.sec.gov.

Important Notice Regarding Forward-Looking Statements

Certain statements contained in this press release, as well as other information provided from time to time by the Company or its employees, may contain forward-looking statements that involve risks and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as "guidance," "anticipate," "estimate," "expect," "forecast," "project," "plan," "intend," "believe," "confident," "may," "should," "can have," "likely," "future" and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events. Examples of forward-looking statements in this press release include statements regarding the implementation of our business strategy; our actions to build on the fundamentals and strengths of the Company's assets and its people; our continued cost discipline; our focus on higher yielding vacation rental properties; and our continued investment in the development of additional residential lots in the WaterSound Origins and Breakfast Point communities, which management believes have the potential for long-term, scalable and repeatable revenue. Any such forward-looking statements are not guarantees of performance or results, and involve risks, uncertainties (some of which are beyond the Company's control) and assumptions.

The Company wishes to caution readers that, although we believe any forward-looking statements are based on reasonable assumptions, certain important factors may have affected and could in the future affect the Company's actual financial results and could cause the Company's actual financial results for subsequent periods to differ materially from those expressed in any forward-looking statement made by or on behalf of the Company, including (1) any changes in our strategic objectives or our ability to successfully implement such strategic objectives; (2) any potential negative impact of our longer-term property development strategy, including losses and negative cash flows for an extended period of time if we continue with the self-development of recently granted entitlements; (3) significant decreases in the market value of our investments in securities or any other investments; (4) our ability to capitalize on strategic opportunities presented by a growing retirement demographic; (5) our ability to accurately predict market demand for the range of potential residential and commercial uses of our real estate, including our Bay-Walton Sector holdings; (6) volatility in the consistency and pace of our residential real estate sales; (7) any downturns in real estate markets in Florida or across the nation; (8) our dependence on the real estate industry and the cyclical nature of our real estate operations; (9) our ability to successfully and timely obtain land use entitlements and construction financing, maintain compliance with state law requirements and address issues that arise in connection with the use and development of our land, including the permits required for mixed-use and active adult communities; (10) changes in laws, regulations or the regulatory environment affecting the development of real estate; (11) our ability to effectively deploy and invest our assets, including our available-for-sale securities; (12) our ability to effectively manage our real estate assets, as well as the ability of our joint venture partner to effectively manage the day-to-day activities of the Pier Park North joint venture; and (13) increases in operating costs, including costs related to real estate taxes, owner association fees, construction materials, labor and insurance and our ability to manage our cost structure; as well as, the cautionary statements and risk factor disclosures contained in the Company's Securities and Exchange Commission filings including the Company's Annual Report on Form 10-K for the year ended December 31, 2016, as updated by subsequent Quarterly Reports on Form 10-Q and other current report filings, all of which can be found at the SEC's website www.sec.gov. The discussion of these risks is specifically incorporated by reference into this press release.

Any forward-looking statement made by us in this press release speaks only as of the date on which it is made. We undertake no obligation to update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

About The St. Joe Company

The St. Joe Company together with its consolidated subsidiaries is a real estate development, asset management and operating company with real estate assets and operations currently concentrated primarily between Tallahassee and Destin, Florida. More information about the Company can be found on its website at www.joe.com.

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