

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) June 22, 2016

Pope Resources, A Delaware Limited Partnership

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

91-1313292
(I.R.S. Employer
Identification No.)

19950 Seventh Avenue NE, Suite 200, Poulsbo, Washington 98370
(Address of principal executive offices) (ZIP Code)

Registrant's telephone number, including area code (360) 697-6626

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-(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

INFORMATION TO BE INCLUDED IN THE REPORT

Item 1.01 ENTRY INTO MATERIAL DEFINITIVE AGREEMENT

On June 22, 2016, the registrant issued a press release announcing that it has entered into a definitive agreement to acquire approximately 7,300 acres of timberland in western Washington for \$31.9 million from a client of Hancock Timber Resource Group. The transaction is expected to close in the third quarter of 2016 and is contingent on obtaining financing and customary closing conditions.

Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS

The information included in Exhibit 99.1 pursuant to Item 9.01 of this Current Report on Form 8-K shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by the Company under the Exchange Act or Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Exhibit No. Description

99.1 Press release of the registrant dated June 22, 2016.

SIGNATURES

Pursuant to the requirements of Section 13 of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

POPE RESOURCES, A DELAWARE LIMITED
PARTNERSHIP

Date: June 22, 2016

BY: /s/ John D. Lamb

John D. Lamb
Vice President and Chief Financial Officer, Pope
Resources, A Delaware Limited Partnership, and
Pope MGP, Inc., General Partner



Pope Resources
A Limited Partnership

Contact: John Lamb
VP & CFO
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NEWS RELEASE

FOR IMMEDIATE RELEASE

POULSBO, Wash.
June 22, 2016

POPE RESOURCES ANNOUNCES TIMBERLAND ACQUISITION

Pope Resources (NASDAQ:POPE) announced today that it has entered into a definitive agreement to acquire approximately 7,300 acres of timberland in western Washington for \$31.9 million from a client of Hancock Timber Resource Group. The acquisition will be financed with a new credit facility and is expected to close in the third quarter of 2016, contingent on obtaining such financing.

"We like what this transaction represents in terms of species mix, age class distribution, ease-of-operability, and accretive cash flow," said Tom Ringo, President and CEO. "An added plus is how the property folds neatly into our existing timberland management infrastructure due to its proximity to other lands that we already own and manage."

About Pope Resources

Pope Resources, a publicly traded limited partnership, and its subsidiaries Olympic Resource Management and Olympic Property Group, own or manage 207,000 acres of timberland and development property in Washington, Oregon, and California. We also manage, co-invest in, and consolidate two private equity timber funds, for which we earn management fees. These funds provide an efficient means of investing our own capital in Pacific Northwest timberland while earning fees from managing the funds for third-party investors. The company and its predecessor companies have owned and managed timberlands and development properties for over 160 years. Additional information on the company can be found at www.poperesources.com. The contents of our website are not incorporated into this release or into our filings with the Securities and Exchange Commission.