

**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): January 6, 2026

THE INTERGROUP CORPORATION

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	1-10324 (Commission File Number)	13-3293645 (IRS Employer Identification No.)
1516 S. Bundy Drive, Suite 200, Los Angeles, CA (Address of principal executive offices)		90025 (Zip Code)

Registrant's telephone number, including area code: (310) 889-2500

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	INTG	NASDAQ CAPITAL MARKET

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2)

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 8.01 Other Events

On December 29, 2025, The InterGroup Corporation completed the sale of a non-core 12-unit apartment complex in Los Angeles County. On January 6, 2026, the Company issued a press release announcing the sale. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 8.01 (including Exhibit 99.1) is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit 99.1 — [Press Release dated January 6, 2026 announcing the sale of a non-core 12-unit apartment complex in Los Angeles County.](#)

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 INTERGROUP CORPORATION

Dated: January 6, 2026

By: /s/ David C. Gonzalez
Chief Operating Officer

Exhibit 99.1

Los Angeles, California — January 6, 2026

The InterGroup Corporation Announces Sale of Non-Core 12-Unit Apartment Property; Strengthens Liquidity and Highlights Between Historical-Cost GAAP and Realizable Values

The InterGroup Corporation (NASDAQ: INTG) (the “Company” or “InterGroup”) announced today that on December 29, 2025, it completed the sale of a non-core 12-unit apartment complex in Los Angeles County for a gross sales price of approximately \$4,850,000.

InterGroup expects to report a GAAP net gain on sale of approximately \$3,509,000, which will be reflected in the Company’s Form 10-Q for the quarter ended December 31, 2025. The transaction is expected to result in federal and state income tax liability, the amount of which will be determined based on the Company’s final tax position and applicable tax rules.

Transaction highlights

- Gross sales price: approximately \$4,850,000
- Debt repaid at closing: approximately \$1,859,000
- Net cash proceeds: approximately \$2,577,000 (after repayment of debt and customary closing adjustments and transaction costs)
- Estimated GAAP net gain on sale: approximately \$3,509,000

Additional clarification: Net cash proceeds reflect debt repayment and customary settlement items at closing, while the GAAP gain is calculated based on the net consideration received less the property’s carrying value and applicable costs to sell, in accordance with U.S. GAAP.

Management commentary

David C. Gonzalez, Chief Operating Officer of InterGroup, said:

“Selling this small, non-core asset in the normal course of business is consistent with our approach of actively managing the portfolio and enhancing liquidity. The transaction provides additional working capital and allows us to continue prioritizing our core holdings and operating initiatives.”

John V. Winfield, Chairman and Chief Executive Officer of InterGroup, added:

“This transaction reinforces management’s long-held view that historical-cost accounting for real estate under GAAP can differ materially from realizable values. The gain realized on this sale is one example of that potential difference and supports our belief that there may be intrinsic value in our real estate portfolio that is not fully reflected in the Company’s GAAP financial statements.”

About The InterGroup Corporation

The InterGroup Corporation (NASDAQ: INTG) is a diversified holding company with interests in hospitality, real estate, and marketable securities. InterGroup's portfolio includes a majority interest in Portsmouth Square, Inc., which owns the Hilton San Francisco Financial District.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of federal securities laws, including statements regarding the expected GAAP gain on sale, anticipated benefits of the transaction, and expected tax impacts. These statements are subject to risks and uncertainties that could cause actual results to differ materially, including final accounting conclusions and tax determinations, and other factors described in the Company's filings with the Securities and Exchange Commission, including the Company's most recent periodic reports. The Company undertakes no obligation to update forward-looking statements except as required by law.

Investor Contact

The InterGroup Corporation
1516 S. Bundy Drive, Suite 200
Los Angeles, CA 90025
(310) 889-2500
