

Great American Group, Inc.  
Form 8-K  
March 31, 2010

**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): March 30, 2010**

**GREAT AMERICAN GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**333-159644**  
(Commission File Number)

**27-0223495**  
(IRS Employer

Identification No.)

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21860 Burbank Boulevard, Suite 300 South

Woodland Hills, California  
(Address of principal executive offices)

91367  
(Zip Code)

Registrant's telephone number, including area code: (818) 884-3737

(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))

**Item 2.02. Results of Operations and Financial Condition.**

On March 30, 2010, Great American Group, Inc. (the Company ) issued a press release reporting the financial results for its fiscal year ended December 31, 2009. A copy of the press release is attached hereto as Exhibit 99.1.

The information set forth in this Current Report, including the exhibit attached hereto, is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of such section. The information in this Current Report, including the exhibit attached hereto, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

**Exhibit**

No.	Description
99.1	Earnings Release dated March 30, 2010

**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.

March 31, 2010

GREAT AMERICAN GROUP, INC.

By: /s/ PAUL S. ERICKSON  
Name: **Paul S. Erickson**  
Title: **Chief Financial Officer**

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Exhibit Index

Exhibit

No.	Description
99.1	Earnings Release dated March 30, 2010

order-top-width: 0; border-left-width: 1; border-right-width: 1; border-bottom-width: 1">Graass James H  
3811 TURTLE CREEK BLVD.  
STE #1100  
DALLAS, TX 75219 EVP & General Counsel

## Signatures

/s/ James H.  
Graass

04/02/2013

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
  - \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 2,628 shares were withheld by the issuer to satisfy income tax withholding requirements related to the lapsing of restrictions on 6,266 shares of restricted stock awarded to the reporting person on June 27, 2011 (Form 4 filed on May 7, 2012). Because the reporting person's restricted stock holdings have been included in the direct ownership of Common Stock disclosed by the reporting person, the reporting person's direct ownership has been reduced by 2,628 to reflect this tax withholding.
- (2) 1,769 shares were withheld by the issuer to satisfy income tax withholding requirements related to the reporting person's receipt of 4,217 shares of Common Stock (which includes shares for previously reported Dividend Equivalent Units which were rounded up to whole shares upon payout) upon the payout of Restricted Common Stock Units awarded to the reporting person on May 18, 2010 (Form 4 filed on 5/10/2011).
- (3) In accordance with the issuer's Incentive Plan, this price represents the closing price per share of Common Stock on the previous trading date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.