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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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

**Date of Report (Date of earliest event reported): July 31, 2018**

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**CAPITAL PROPERTIES, INC.**  
(Exact name of registrant as specified in its charter)

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**Rhode Island**  
(State or other jurisdiction of incorporation)

001-08499  
(Commission File Number)

05-0386287  
(IRS Employer Identification Number)

**5 Steeple Street, Unit 303  
Providence, R.I. 02903**  
(Address of principal executive offices)

**(401) 435-7171**  
(Registrant's telephone number, including area code)

**N/A**  
(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))
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### **Item 5.02(b). Resignation and Appointment of President**

On July 31, 2018, P. Scott Conti, President of Capital Properties, Inc. (the “Company”) resigned as President of the Company, effective October 31, 2018. The Board of Directors accepted his resignation with regret and elected the Company’s Chairman and Chief Executive Officer, Robert H. Eder, as Chairman, President and Chief Executive Officer, effective October 31, 2018.

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### **CAPITAL PROPERTIES, INC.**

Date: August 2, 2018

By: /s/ Stephen J. Carlotti  
Stephen J. Carlotti  
Secretary