GWG Holdings, Inc. Form 3 September 18, 2014 **FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL

| Number: | 3235-0104 | | | | | | |
|------------------------------------|---------------------|--|--|--|--|--|--|
| Expires: | January 31, 2005 | | | | | | |
| Estimated average burden hours per | | | | | | | |
| response | 0.5 | | | | | | |

(Print or Type Responses)

| 1. Name and Address of Reporting Person <u>*</u> Abramson David H | | 2. Date of Event Requiring Statement (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol GWG Holdings, Inc. [GWGH] | | | | |
|---|--|--|--|---|--|-------------------------------|---|
| (Last) PARKDALE 500, 1660 S 100 MINNEAPO (City) | (Street) | IGHWAY | 09/18/2014 | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>X</u> Director 10% Owner Officer Other (give title below) (specify below) | | | 5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |
| 1.Title of Securi (Instr. 4) | ity | | 2. Amount o Beneficially (Instr. 4) | f Securities | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Natu Owner (Instr. : | 1 |
| Common Sto Reminder: Repo owned directly o | rt on a separ or indirectly. Perso inform requir | ate line for ea ns who res nation conta ed to respo | 0 ch class of securities benefic bond to the collection of ained in this form are not nd unless the form displ MB control number. | t s | D EC 1473 (7-02 | Â 2) | |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security | 2. Date Exercisable and | 3. Title and Amount of | 4. | 5. | 6. Nature of Indirect |
|---------------------------------|-------------------------|------------------------|-------------|------------|-----------------------|
| (Instr. 4) | Expiration Date | Securities Underlying | Conversion | Ownership | Beneficial Ownership |
| | (Month/Day/Year) | Derivative Security | or Exercise | Form of | (Instr. 5) |
| | | (Instr. 4) | Price of | Derivative | |
| | | | Derivative | Security: | |

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|---------------------|--------------------|---|----------------------------------|----------|--|---|
| Stock Options (right to buy) | (<u>1)</u> | 10/28/2023 | Common Stock, \$.001 par value | 30,000 | \$ 7.52 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|----------|---------------|--------------------|---|---------------|--|--|
| | | Director | Director 10% Owner | | Officer Other | | |
| Abramson David H PARKDALE PLAZA, SU 1660 SOUTH HIGHWAY MINNEAPOLIS, MNÂ | 100 | ÂX | Â | Â | Â | | |
| Signatures | | | | | | | |
| /s/ David H. Abramson | 09/18/20 |)14 | | | | | |

<u>**</u>Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) 10,000 shares are currently exercisable, the remaining 20,000 shares vest quarterly over 3 years.

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Remarks:

Exhibit 24.1 Power of Attorney attached

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.