

Abramson David H
 Form 4
 September 05, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Abramson David H

2. Issuer Name and Ticker or Trading Symbol
 GWG Holdings, Inc. [GWGH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

PARKDALE PLAZA, SUITE
 500, 1660 SOUTH HIGHWAY 100

3. Date of Earliest Transaction
 (Month/Day/Year)

08/21/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MINNEAPOLIS, MN 55416

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$.001 par value	08/21/2018		M		30,000	A	\$ 7.52
					30,000		
Common Stock, \$.001 par value	08/21/2018		F		25,180	D	\$ 11.05
					4,820		
Common Stock, \$.001 par value	08/21/2018		M		5,000	A	\$ 7.52
					9,820		

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Common Stock, \$0.001 par value	08/21/2018	F	4,197	D	\$ 11.05	5,623	D
Common Stock, \$0.001 par value	08/21/2018	M	2,500	A	\$ 7.46	8,123	D
Common Stock, \$0.001 par value	08/21/2018	F	2,092	D	\$ 11.05	6,031	D
Common Stock, \$0.001 par value	08/21/2018	M	2,500	A	\$ 7.46	8,531	D
Common Stock, \$0.001 par value	08/21/2018	F	2,092	D	\$ 11.05	6,439	D
Common Stock, \$0.001 par value	08/21/2018	M	2,500	A	\$ 10.25	8,939	D
Common Stock, \$0.001 par value	08/21/2018	F	2,410	D	\$ 11.05	6,529	D
Common Stock, \$0.001 par value	08/21/2018	M	2,500	A	\$ 6.76	9,029	D
Common Stock, \$0.001 par value	08/21/2018	F	2,012	D	\$ 11.05	7,017	D
Common Stock, \$0.001 par value	08/21/2018	M	2,500	A	\$ 7.75	9,517	D
Common Stock, \$0.001 par value	08/21/2018	F	2,125	D	\$ 11.05	7,392	D
	08/21/2018	M	2,500	A	\$ 8.95	9,892	D

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Common Stock, \$.001 par value							
Common Stock, \$.001 par value	08/21/2018	F	2,261	D	\$ 11.05	7,631	D
Common Stock, \$.001 par value	08/21/2018	M	2,500	A	\$ 8.45	10,131	D
Common Stock, \$.001 par value	08/21/2018	F	2,204	D	\$ 11.05	7,927	D
Common Stock, \$.001 par value	08/21/2018	M	2,500	A	\$ 6.44	10,427	D
Common Stock, \$.001 par value	08/21/2018	F	1,976	D	\$ 11.05	8,451	D
Common Stock, \$.001 par value	08/21/2018	M	2,500	A	\$ 6.17	10,951	D
Common Stock, \$.001 par value	08/21/2018	F	1,945	D	\$ 11.05	9,006	D
Common Stock, \$.001 par value	08/21/2018	M	2,500	A	\$ 7	11,506	D
Common Stock, \$.001 par value	08/21/2018	F	2,039	D	\$ 11.05	9,467	D
Common Stock, \$.001 par value	08/21/2018	M	28,000	A	\$ 6.74	37,467	D
	08/21/2018	F	22,507	D		14,960	D

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Common Stock, \$.001 par value \$ 11.05

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Options (right to buy)	\$ 7.52	08/21/2018		M	30,000	07/01/2016 10/28/2023	Common Stock, \$.001 par value 30,000
Stock Options (right to buy)	\$ 7.52	08/21/2018		M	5,000	01/01/2014 01/01/2024	Common Stock 5,000
Stock Options (right to buy)	\$ 7.46	08/21/2018		M	2,500	04/01/2014 03/31/2024	Common Stock 2,500
Stock Options (right to buy)	\$ 7.46	08/21/2018		M	2,500	07/01/2014 06/30/2024	Common Stock 2,500
Stock Options (right to buy)	\$ 10.25	08/21/2018		M	2,500	10/01/2014 09/30/2024	Common Stock 2,500
Stock Options (right to buy)	\$ 6.76	08/21/2018		M	2,500	01/01/2015 12/31/2024	Common Stock 2,500

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buy)										
Stock Options (right to buy)	\$ 7.75	08/21/2018	M	2,500	04/01/2015	03/31/2025	Common Stock	2,500		
Stock Options (right to buy)	\$ 8.95	08/21/2018	M	2,500	07/01/2015	06/30/2025	Common Stock	2,500		
Stock Options (right to buy)	\$ 8.45	08/21/2018	M	2,500	10/01/2015	09/30/2025	Common Stock	2,500		
Stock Options (right to buy)	\$ 6.44	08/21/2018	M	2,500	01/01/2016	12/31/2025	Common Stock	2,500		
Stock Options (right to buy)	\$ 6.17	08/21/2018	M	2,500	04/01/2016	04/01/2026	Common Stock	2,500		
Stock Options (right to buy)	\$ 7	08/21/2018	M	2,500	07/01/2016	07/01/2026	Common Stock	2,500		
Stock Options (right to buy)	\$ 6.74	08/21/2018	M	28,000	07/01/2018	07/22/2026	Common Stock	28,000		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abramson David H PARKDALE PLAZA, SUITE 500 1660 SOUTH HIGHWAY 100 MINNEAPOLIS, MN 55416	X			

Signatures

/s/ William Acheson, as Attorney-in-fact for David H. Abramson

09/04/2018

**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).

Remarks:

Exhibit 24.1 Power of Attorney previously filed and incorporated herein by reference to Form 3 filed on 9/18/2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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