

OMB APPROVAL

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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

1. Name and Address of Reporting Person *

Â McGregor Jeffrey L.

(Last)

(First)

(Middle)

220 SOUTH SIXTH STREET,
SUITE 1200

(Street)

MINNEAPOLIS, MN 55402

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

09/18/2014

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

09/18/2014

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ X Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock, \$.001 par value

O

D

 $\hat{A}$

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (right to buy)	01/01/2014	12/31/2023	Common Stock, \$.001 par value	3,500	\$ 7.52	D	Â
Stock Options (right to buy)	04/01/2014	03/31/2024	Common Stock, \$.001 par value	1,750	\$ 7.46	D	Â
Stock Options (right to buy)	07/01/2014	06/30/2024	Common Stock, \$.001 par value	1,750	\$ 7.46	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McGregor Jeffrey L. 220 SOUTH SIXTH STREET, SUITE 1200 MINNEAPOLIS, MN 55402	Â X	Â	Â	Â

Signatures

/s/ William Acheson, as Attorney-in-fact for Jeffrey L.
McGregor

04/08/2015

__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).

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Remarks:

ExhibitÂ 24.1Â PowerÂ ofÂ AttorneyÂ previouslyÂ filedÂ andÂ incorporatedÂ hereinÂ byÂ referenceÂ toÂ FormÂ 3Â filed

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.