

SABES STEVEN F
 Form 4
 September 05, 2018

FORM 4

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

OMB APPROVAL

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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 *
 SABES STEVEN F

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)
 220 SOUTH SIXTH STREET,
 SUITE 1200

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/21/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
 Exec VP & Secretary

(Street)
 MINNEAPOLIS, MN 55402

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

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, \$.001 par value					100,000	I	By Insurance Strategies Fund, LLC ⁽¹⁾
Common Stock, \$.001 par value					1,072,382	I	By SFS Holdings, LLC ⁽²⁾
Common Stock, \$.001 par value	08/21/2018		M		27,500	A	\$ 8.28
	08/21/2018		F		23,710	D	1,071,822
							1,048,112

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Common Stock, \$.001 par value					\$	11.05	
Common Stock, \$.001 par value	08/21/2018	M	5,000	A	\$ 8.2	1,053,112	D
Common Stock, \$.001 par value	08/21/2018	F	4,291	D	\$ 11.05	1,048,821	D
Common Stock, \$.001 par value	08/21/2018	M	5,000	A	\$ 8.71	1,053,821	D
Common Stock, \$.001 par value	08/21/2018	F	4,440	D	\$ 11.05	1,049,381	D
Common Stock, \$.001 par value	08/21/2018	M	5,000	A	\$ 9.01	1,054,381	D
Common Stock, \$.001 par value	08/21/2018	F	4,539	D	\$ 11.05	1,049,842	D
Common Stock, \$.001 par value	08/21/2018	M	2,500	A	\$ 10.18	1,052,342	D
Common Stock, \$.001 par value	08/21/2018	F	2,402	D	\$ 11.05	1,049,940	D
Common Stock, \$.001 par value	08/21/2018	M	5,000	A	\$ 8.55	1,054,940	D
Common Stock, \$.001 par value	08/21/2018	F	4,435	D	\$ 11.05	1,050,505	D
Common Stock, \$.001 par value	08/21/2018	M	3,333	A	\$ 6.6	1,053,838	D
Common Stock, \$.001 par value	08/21/2018	F	2,662	D	\$ 11.05	1,051,176	D
Common Stock, \$.001 par value	08/21/2018	M	3,333	A	\$ 6.35	1,054,509	D
Common Stock, \$.001 par value	08/21/2018	F	2,625	D	\$ 11.05	1,051,884	D
Common Stock, \$.001 par value	08/21/2018	M	3,333	A	\$ 6.41	1,055,217	D
Common Stock, \$.001 par value	08/21/2018	F	2,634	D	\$ 11.05	1,052,583	D
Common Stock, \$.001 par value	08/21/2018	M	1,667	A	\$ 9.64	1,054,250	D
Common Stock, \$.001 par value	08/21/2018	F	1,561	D	\$ 11.05	1,052,689	D
Common Stock, \$.001 par value	08/21/2018	M	1,667	A	\$ 10.38	1,054,356	D
	08/21/2018	F	1,617	D		1,052,739	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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(9-02)

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)	\$ 8.28	08/21/2018		M	27,500	09/05/2016 09/05/2018	Common Stock 27,500
Stock Options (right to buy)	\$ 8.2	08/21/2018		M	5,000	04/07/2017 04/01/2019	Common Stock 5,000
Stock Options (right to buy)	\$ 8.71	08/21/2018		M	5,000	09/02/2017 09/02/2019	Common Stock 5,000
Stock Options (right to buy)	\$ 9.01	08/21/2018		M	5,000	11/24/2017 11/24/2019	Common Stock 5,000
Stock Options (right to buy)	\$ 10.18	08/21/2018		M	2,500	06/12/2018 06/12/2020	Common Stock 2,500
Stock Options (right to buy)	\$ 8.55	08/21/2018		M	5,000	08/18/2018 08/18/2020	Common Stock 5,000

Stock Options (right to buy)	\$ 6.6	08/21/2018	M	3,333	12/29/2017	12/29/2020	Common Stock	3,333
Stock Options (right to buy)	\$ 6.35	08/21/2018	M	3,333	04/29/2018	04/29/2021	Common Stock	3,333
Stock Options (right to buy)	\$ 6.41	08/21/2018	M	3,333	05/13/2018	05/13/2021	Common Stock	3,333
Stock Options (right to buy)	\$ 9.64	08/21/2018	M	1,667	09/19/2017	09/19/2021	Common Stock	1,667
Stock Options (right to buy)	\$ 10.38	08/21/2018	M	1,667	04/18/2018	04/18/2022	Common Stock	1,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SABES STEVEN F 220 SOUTH SIXTH STREET, SUITE 1200 MINNEAPOLIS, MN 55402	X	X	Exec VP & Secretary	

Signatures

/s/ William Acheson, as Attorney-in-fact Steven F. Sabes

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).

- (1) A Delaware limited liability company managed by ISF Management, LLC, a Delaware limited liability company, of which the Reporting Person is a manager. The Reporting Person disclaims beneficial ownership of the shares held by Insurance Strategies Fund, LLC, except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for the purposes of Section 16 or for any other purpose.
- (2) A Nevada limited liability company, of which the reporting person is sole manager.

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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