

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

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

Date of Report (date of earliest event reported): **February 14, 2022**

GWG Holdings, Inc.
(Exact name of registrant as specified in its charter)

Commission File Number: **001-36615**

Delaware

(State or other jurisdiction
of incorporation)

26-2222607

(IRS Employer
Identification No.)

325 North St. Paul Street, Suite 2650, Dallas, TX 75201
(Address of principal executive offices, including zip code)

(612) 746-1944
(Registrant's telephone number, including area code)

Not Applicable
(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares	GWGH	Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On February 14, 2022, GWG Holdings, Inc. sent a communication to investors, a copy of which is attached as Exhibit 99.1 and is incorporated hereby by reference.

Item 9.01 Financial Statements and Exhibits

Exhibit No.	Description
99.1	Investor Communication
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

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

GWG HOLDINGS, INC.

Date: February 14, 2022

By: /s/ Timothy L. Evans

Name: Timothy L. Evans

Title: Chief Financial Officer



February 14, 2022

IMPORTANT: Continued pause in sales, interest, maturity, dividend, and redemption payments

We appreciate the opportunity to provide you updated information on GWG Holdings, Inc. (“GWGH” or the “Company”).

We are progressing in our work with financial and legal advisors hired to assist the Company’s Board of Directors and management in identifying and evaluating restructuring alternatives, as well as available options to best conserve and maximize the value of GWGH’s assets for the benefit of our investors and to meet the Company’s financial obligations. We expect that the process of identifying and considering various alternatives to take at least another three to four weeks, and may take longer.

While we continue this process, GWGH paused L Bond sales and will not make monthly interest and maturity payments on its L Bonds, or dividends on the Redeemable Preferred Stock and Series 2 Redeemable Preferred Stock, while continuing to defer requests for redemptions. While you are not receiving payments, interest on the L Bonds will continue to accrue, and dividends on the Redeemable Preferred Stock and Series 2 Redeemable Preferred Stock will continue to cumulate. We will inform you if and when we are able to restart these cash payments in the future.

We know many will have questions, and we don’t yet have all the answers, but we are committed to finding the best path forward. Please also review the 8-K we filed with the SEC on January 18, 2022 and GWGH’s other existing and future filings with the SEC.

Again, we continue to work diligently to make our forward decisions with the goal to maximize value for GWGH’s investors. If you have any questions, please reach out to your financial advisor or registered representative or the GWGH Investor Services team at Invest@gwgh.com.

Sincerely,

Murray Holland

President & CEO

GWG Holdings, Inc.

Securities offered through Emerson Equity LLC a registered broker dealer, member FINRA, SIPC. Emerson is not an affiliate of GWGH.

GWG Holdings files annual, quarterly and current reports, and other information with the SEC. Our SEC filings, and any amendments thereto, are available on the SEC’s Internet site at <http://www.sec.gov>. Alternatively, the issuer, any underwriter or any dealer participating in the offering of L Bonds will arrange to send you the prospectus for the L Bonds if you request it by calling toll-free 1-877-494-2388.

The information provided herein does not constitute an offer to sell securities or the solicitation of an offer to buy securities. An offer to sell securities can only be made by a prospectus, pursuant to a registration statement, and any amendments thereto, then effective and on file with the Securities Exchange Commission (“SEC”). Investors must read the entire prospectus for investment conditions, risk factors, minimum requirements, fees and expenses and other pertinent information with respect to the offerings.

Securities are being offered on a best-efforts basis on behalf of GWG Holdings by Emerson Equity, LLC, Member FINRA, SIPC, and Managing Broker-Dealer for the Issuer. GWG Holdings and Emerson are not affiliated entities.



GWG Holdings, Inc. | 325 North Saint Paul Street, Suite 2650 | Dallas, Texas 75201 | gwgh.com