

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**FORM 8-K/A**

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

Date of Report (date of earliest event reported): **June 30, 2021**

**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 Markets

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. ☐

#### **EXPLANATORY NOTE**

This Current Report on Form 8-K/A amends the Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 7, 2021, to report the results of the previously disclosed hearing before the Nasdaq Hearings Panel regarding the delisting determination from the Nasdaq Listing Qualifications Staff.

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**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing**

On August 31, 2021, GWG Holdings, Inc. (the “Company”) received a letter (the “Letter”) from the Hearings Advisor to the Nasdaq Hearings Panel (“Panel”) that was reviewing the previously reported delisting determination from the Nasdaq Listing Qualifications Staff notifying the Company that the Panel granted the Company’s request for continued listing on The Nasdaq Stock Market LLP, subject to the following conditions: (1) on or before October 31, 2021, the Company must file with the Securities and Exchange Commission its Annual Report on Form 10-K for the year ended December 31, 2020, and its Quarterly Reports on Form 10-Q for the periods ended March 31, 2021, and June 30, 2021; and (2) the Company must hold its Combined 2020/2021 Annual Meeting of Stockholders on or before December 31, 2021.

On September 7, 2021, the Company issued a press release announcing its receipt of the Letter. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K/A and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

Exhibit No.	Description
99.1	<a href="#">Press release dated September 7, 2021</a>
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: September 7, 2021

By: /s/ Timothy L. Evans

Name: Timothy L. Evans

Title: Chief Financial Officer

## EXHIBIT INDEX

Exhibit No.	Description
99.1	<a href="#">Press release dated September 7, 2021</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**GWG Holdings Announces Successful Resolution of Nasdaq Delisting Notification**

DALLAS, September 7, 2021 -- GWG Holdings, Inc. (Nasdaq: GWGH) today announced that it has successfully appealed a notice of delisting by the Listing Qualifications Department of the Nasdaq Stock Market. As a result, GWGH will continue to be traded on Nasdaq with the qualification that the company file current financial statements through June 30, 2021 by October 31, 2021, and hold its 2020/2021 annual meeting by December 31, 2021.

“We are grateful to Nasdaq for its careful consideration of our appeal and are confident we will be able to meet the deadlines it set for us. This will allow us to continue our focus on our business strategy and what we believe are exciting opportunities ahead,” said Murray Holland, GWGH’s Chief Executive Officer.

**About GWG Holdings, Inc. (GWG)**

GWG Holdings, Inc. (Nasdaq: GWGH) is an innovative financial services firm based in Dallas that is a leader in providing investors with secondary market solutions. Through its subsidiaries, The Beneficient Company Group, L.P. and GWG Life, LLC, GWGH owns and manages a diverse portfolio of alternative assets that, as of September 30, 2020, includes \$1.9 billion in life insurance policy benefits, and exposure to a diversified and growing loan portfolio secured by 122 professionally managed alternative investment funds.

**Cautionary Statement Regarding Forward-Looking Statements**

This press release contains forward-looking statements that involve substantial risks and uncertainties. All statements, other than statements of historical facts, included in this press release regarding our strategy, future operations, future financial position, future revenue, projected costs, prospects, plans and objectives of management are forward-looking statements. The words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “may,” “plan,” “would,” “target” and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These forward-looking statements include, among other things, statements about our anticipated timeframe for filing our Annual Report on Form 10-K for the year ended December 31, 2018 . We may not actually achieve the expectations disclosed in our forward-looking statements, and you should not place undue reliance on our forward-looking statements. Actual results or events could differ materially from the expectations disclosed in the forward-looking statements we make. More information about potential factors that could affect our business and financial results is contained in our filings with the Securities and Exchange Commission. Additional information will also be set forth in our future quarterly reports on Form 10-Q, annual reports on Form 10-K and other filings that we make with the Securities and Exchange Commission. We do not intend, and undertake no duty, to release publicly any updates or revisions to any forward-looking statements contained herein.

**Contact:**  
**For GWG Holdings**  
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