

GWG Holdings, Inc.  
Form 424B3  
April 03, 2017

**Filed pursuant to Rule 424(b)(3)**

**Registration No. 333-214896**

**PROSPECTUS SUPPLEMENT NO. 3**

**STICKER SUPPLEMENT**

**to Prospectus dated**

**February 14, 2017**

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**GWG HOLDINGS, INC.**

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This “Prospectus Supplement No. 3—Sticker Supplement to Prospectus dated February 14, 2017,” supplements and amends our prospectus dated February 14, 2017, and our earlier issued Prospectus Supplement No. 1 dated March 15, 2017, and our earlier issued Prospectus Supplement No. 2 (sticker) dated March 17, 2017 (collectively referred to simply as our “prospectus”). You should read this sticker supplement together with the prospectus since the information contained herein supplements and amends the information contained in the prospectus. Capitalized terms contained in this sticker supplement have the same meanings as in the prospectus unless otherwise stated herein.

**NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS STICKER SUPPLEMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.**

**This sticker supplement is part of the prospectus and either it or its contents must accompany the prospectus to satisfy the prospectus-delivery requirements under the Securities Act of 1933.**

The date of this prospectus sticker supplement is April 3, 2017



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Total non-GAAP net income	\$21,626,000	\$4,110,000	\$4,398,000	\$6,737,000	\$36,871,000
Total non-GAAP tangible net worth	\$98,775,000	\$101,427,000	\$105,605,000	\$112,555,000	\$112,555,000
As corrected:					
GAAP net income attributable to common shareholders	\$3,262,000	\$(2,250,000)	\$(3,631,000)	\$(4,774,000)	\$(7,393,000)
Unrealized fair value gain	1,894,000	(14,028,000)	(14,517,000)	(12,720,000)	(39,371,000)
Adjustments to cost basis	12,229,000	12,414,000	13,345,000	14,081,000	52,069,000
Accrual of unrealized actuarial gain	3,352,000	6,969,000	7,909,000	7,978,000	26,208,000
Total non-GAAP net income	\$20,737,000	\$3,105,000	\$3,106,000	\$4,565,000	\$31,513,000
Total non-GAAP tangible net worth	\$92,824,000	\$94,471,000	\$97,357,000	\$102,135,000	\$102,135,000