

FORM 4

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

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | | |
|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person MATHIS SCOTT L | | 2. Issuer Name and Ticker or Trading Symbol Algodon Wines & Luxury Development Group, Inc. [VINO] | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| (Last) (First) (Middle) 135 FIFTH AVENUE, FLOOR 10, 10TH FLOOR | | 3. Date of Earliest Transaction (Month/Day/Year) 09/08/2014 | | President, CEO, Chairman | |
| (Street) NEW YORK, NY 10010 | | 4. If Amendment, Date Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 | (A) or (D) | Price | | | |
| Common Stock | 09/08/2014 | | P | | 10,000 | A | \$ 2 | 83,467 | I | See Footnote (1) |
| Common Stock | 11/24/2014 | | P | | 3,500 | A | \$ 2 | 86,967 | I | See Footnote (1) |
| Common Stock | 03/08/2015 | | P | | 4,000 | A | \$ 2 | 90,967 | I | See Footnote (1) |
| Common Stock | | | | | | | | 4,713,807 | I | See Footnote (2) |
| Common Stock | | | | | | | | 336,545 | D | |

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

SEC 1474 (9-02)

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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) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Option | \$ 2.48 | | | | | | 08/27/2015 | 08/27/2019 | Common Stock | 150,000 | | 1,807,238 | D | |
| Stock Option | \$ 2.48 | | | | | | (3) | 08/27/2019 | Common Stock | 500,000 | | 1,807,238 | D | |
| Stock Option | \$ 8.03 | | | | | | 04/15/2011 | 04/15/2015 | Common Stock | 1,713 | | 1,807,238 | D | |
| Stock Option | \$ 3.85 | | | | | | 04/15/2012 | 04/15/2016 | Common Stock | 25,000 | | 1,807,238 | D | |
| Stock Option | \$ 3.85 | | | | | | 04/15/2013 | 04/15/2017 | Common Stock | 25,000 | | 1,807,238 | D | |
| Stock Option | \$ 2.48 | | | | | | 04/15/2014 | 04/15/2018 | Common Stock | 25,000 | | 1,807,238 | D | |
| Stock | \$ 3.85 | | | | | | (4) | 07/06/2016 | Common | 122,500 | | 1,807,238 | D | |

| | | | | | | | | | | | | | | |
|--------------|---------|--|--|--|--|--|--|------------|------------|--------------|-----------|-----------|-----------|---|
| Option | \$ 3.83 | | | | | | | 07/00/2010 | Stock | 422,300 | | 1,807,238 | D | |
| Stock Option | \$ 2.48 | | | | | | | 06/30/2013 | 06/30/2018 | Common Stock | 1,000,000 | | 1,807,238 | D |
| Warrant | \$ 1.59 | | | | | | | 07/27/2010 | 07/27/2015 | Common Stock | 22,237 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 12/31/2012 | 12/31/2017 | Common Stock | 18,939 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 10/31/2012 | 10/31/2017 | Common Stock | 85,518 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 03/31/2013 | 03/31/2018 | Common Stock | 22,878 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 06/30/2013 | 06/30/2018 | Common Stock | 2,460 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 09/30/2013 | 09/30/2018 | Common Stock | 27,561 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 12/31/2013 | 12/31/2018 | Common Stock | 36,031 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 03/31/2014 | 03/31/2019 | Common Stock | 59,053 | | 1,807,238 | D |
| Warrant | \$ 2.3 | | | | | | | 06/30/2014 | 06/30/2019 | Common Stock | 58,834 | | 1,807,238 | D |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MATHIS SCOTT L 135 FIFTH AVENUE, FLOOR 10 10TH FLOOR NEW YORK, NY 10010 | X | X | President, CEO, Chairman | |

Signatures

| | | |
|--|--|---------------------|
| /s/ Scott L. Mathis | | 04/03/2015 |
| <small>Signature of Reporting Person</small> | | <small>Date</small> |

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) Shares held by Mr. Mathis' 401(k) account.

(2) Shares held by The WOW Group, LLC, of which Mr. Mathis is a managing member and of which Mr. Mathis is a controlling member.

(3) Options to acquire 31,250 vest on November 27, 2014; thereafter options to acquire 31,250 shares vest every three months.

(4) Options to acquire 105,625 vested on July 6, 2012; thereafter options to acquire 26,409 shares vest every three months.

Remarks:

*Options reflected herein are granted pursuant to Options granted pursuant to AWLD's 2008 Equity Incentive Plan.

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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