

# 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**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 <b>MATHIS SCOTT L</b>		2. Issuer Name and Ticker or Trading Symbol <b>Algodon Wines &amp; Luxury Development Group, Inc. [VINO]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President, CEO &amp; Chairman</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>06/08/2015</b>		
135 5TH AVENUE, 10TH FLOOR			4. If Amendment, Date Original Filed (Month/Day/Year) <b>10/01/2015</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street)	(City)	(State)	(Zip)		
NEW YORK, NY 10010					

**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	08/27/2015		P		4,632	A	\$ 2	95,599	I	See Footnote (1)
Common Stock	08/27/2015		j(2)		53,151	D	\$ 2	4,660,656	I	See Footnote (3)
Common Stock								336,545	D	

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

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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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (4)	\$ 2.2	06/08/2015		A		1,459,890		(5)	06/08/2020	Common Stock	1,459,890	\$ 0	3,918,664	D	
Stock Option	\$ 3.85							(6)	04/15/2012	Common Stock	25,000		3,918,664	D	
Stock Option	\$ 3.85							(6)	07/06/2016	Common Stock	422,500		3,918,664	D	
Stock Option	\$ 3.85							(6)	04/15/2013	Common Stock	25,000		3,918,664	D	
Stock Option	\$ 2.48							(7)	04/15/2014	Common Stock	25,000		3,918,664	D	
Stock Option	\$ 2.48							(7)	06/30/2013	Common Stock	1,000,000		3,918,664	D	
Stock Option	\$ 2.48							(7)	08/27/2015	Common Stock	150,000		3,918,664	D	
Stock Option	\$ 2.48							(7)	08/27/2019	Common Stock	500,000		3,918,664	D	
Warrant	\$ 1.59	07/27/2015		j(8)		22,237		(7)	07/27/2010	Common Stock	22,237	\$ 0	3,918,664	D	
Warrant	\$ 2.3							(7)	10/31/2012	Common Stock	85,518		3,918,664	D	
Warrant	\$ 2.3							(7)	12/31/2012	Common Stock	18,939		3,918,664	D	
Warrant	\$ 2.3							(7)	03/31/2013	Common Stock	22,878		3,918,664	D	
Warrant	\$ 2.3							(7)	06/30/2013	Common Stock	2,460		3,918,664	D	
Warrant	\$ 2.3							(7)	09/30/2013	Common Stock	27,561		3,918,664	D	
Warrant	\$ 2.3							(7)	12/31/2013	Common Stock	36,031		3,918,664	D	
Warrant	\$ 2.3							(7)	03/31/2014	Common Stock	59,053		3,918,664	D	
Warrant	\$ 2.3							(7)	06/30/2014	Common Stock	58,834		3,918,664	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MATHIS SCOTT L 135 5TH AVENUE 10TH FLOOR NEW YORK, NY 10010	X	X	President, CEO & Chairman	

## Signatures

/s/ Scott L. Mathis	11/02/2015
<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) Represents a distribution of shares held by The WOW Group, LLC in redemption of the membership interest of certain members of The WOW Group, LLC.
- (3) Shares held by The WOW Group, LLC, of which Mr. Mathis is a managing member and of which Mr. Mathis is a controlling member.
- (4) Options reflected herein are granted pursuant to Options granted pursuant to AWLD's 2008 Equity Incentive Plan.
- (5) Options to acquire 364,974 vest on June 8, 2016; thereafter options to acquire 91,243 shares vest every three months.
- (6) Options to acquire 105,625 vested on July 6, 2012; thereafter options to acquire 26,409 shares vest every three months.
- (7) Options to acquire 31,250 vest on November 27, 2014; thereafter options to acquire 31,250 shares vest every three months.
- (8) Expiration of warrants with no value received.

### Remarks:

This amended Form 4 corrects the Form 4 filed with the SEC on October 1, 2015 to clarify the number of derivative securities owned following the reported transactions in Table II. As a result of the derivative securities held by Mr. Mathis is 3,918,664.

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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