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

**SCHEDULE 14A**

**PROXY STATEMENT PURSUANT TO SECTION 14(a)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for use of the Commission only as permitted by Rule 14a-6(e)(2)
- Definitive Proxy Statement
- Definitive Additional Material
- Solicitation Material under §240.14a-12

**GAUCHO GROUP HOLDINGS, INC.**

(Name of Registrant as Specified in Its Charter)

Payment of filing fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.
    - 1) Title of each class of securities to which transaction applies:
    - 2) Aggregate number of securities to which transaction applies:
    - 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):
    - 4) Proposed maximum aggregate value of transaction:
    - 5) Total fee paid:
  - Fee paid with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, of the Form or Schedule and the date of its filing.
    - 1) Amount Previously Paid:
    - 2) Form, Schedule or Registration Statement No.:
    - 3) Filing Party:
    - 4) Date Filed:
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**GAUCHO GROUP HOLDINGS, INC.**  
c/o Continental Proxy Services  
1 State Street, New York NY 10004

**You May Vote Your Proxy When You View The  
Material On The Internet. You Will Be Asked  
To Follow The Prompts To Vote Your  
Common Shares.**

**Gaicho Group Holdings, Inc.**  
112 NE 41st Street, Suite 106  
Miami, FL 33137

**NOTICE OF ANNUAL MEETING  
OF STOCKHOLDERS**

to be held on  
Thursday, August 26, 2021

\*Stockholders are cordially invited to attend the Annual Meeting virtually or in person. At the meeting, you will need your 12 digit control number to vote electronically, or you may vote in person by requesting a ballot.

Dear Stockholder,

The 2021 Annual Meeting of Stockholders of Gaicho Group Holdings, Inc. (the "Company") will be held virtually, and in person, at 112 NE 41st Street, Suite 106, Miami, Florida 33137 on Thursday, August 26, 2021, at 12:00 PM (Eastern time).

Proposals to be considered at the Annual Meeting:

- (1) To elect one (1) director nominee to the Company's Board of Directors;
- (2) To approve the issuance of additional shares of common stock pursuant to the Common Stock Purchase Agreement with Tumim Stone Capital;
- (3) To approve an amendment to the Company's 2018 Equity Incentive Plan to increase the number of shares available for award;
- (4) To approve the purchase of Argentina real estate from Hollywood Burger Holdings, Inc. in exchange for the issuance of shares in the Company;
- (5) To approve the purchase of shares of common stock of Gaicho Group Inc. in exchange for shares of the Company;
- (6) To ratify the appointment of Marcum LLP as the Company's independent registered accounting firm; and
- (7) To cancel for cause the employment contract with Scott L. Mathis, CEO.

Additionally, to address such other matters as may properly come before the 2021 Annual Meeting or any adjournment or postponement thereof.

The Board of Directors recommends a vote "FOR" the nominee under Proposal 1, "FOR" Proposals 2, 3, 4, 5 and 6, and a vote "AGAINST" Proposal 7.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.



**Vote at the Meeting -**

If you plan to attend the Annual Meeting virtually, you will need your 12 digit control number to vote electronically at the Annual Meeting. If you plan to attend the Annual Meeting in person, you may request a ballot at the meeting. To attend virtually;

<https://www.cstproxy.com/gauchogroupholdings/2021>



**Vote Your Proxy on the Internet:**

Go to <http://www.cstproxyvote.com>  
Have your notice available when you access the above website. Follow the prompts to vote your shares.

CONTROL NUMBER

**The Proxy Materials are available for review at:**  
<https://www.cstproxy.com/gauchogroupholdings/2021>

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**Gauche Group Holdings, Inc.**  
112 NE 41st Street, Suite 106  
Miami, FL 33137

**Important Notice Regarding the Availability of Proxy Materials For the 2021 Annual Meeting of Stockholders to be Held on August 26, 2021**

The following Proxy Materials are available to you to review at:  
<https://www.cstproxy.com/gauchogroupholdings/2021>

- the Company's Annual Report for the year ended December 31, 2020;
- the Company's 2021 Proxy Statement;
- the Proxy Card; and
- any amendments to the foregoing materials that are required to be furnished to stockholders.

This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you would like to receive a paper or e-mail copy of these documents, you must request one. There is no charge for such documents to be mailed to you. Please make your request for a copy as instructed below on or before August 12, 2021 to facilitate a timely delivery. You may also request that you receive paper copies of all future proxy materials from the Company.

**ACCESSING YOUR PROXY MATERIALS ONLINE**

**Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically. You must reference your control number.**

**REQUESTING A PAPER COPY OF THE PROXY MATERIALS**

**By telephone please call 1-888-221-0691,  
or  
By logging on to <https://www.cstproxy.com/gauchogroupholdings/2021>  
or  
By email at: [proxy@continentalstock.com](mailto:proxy@continentalstock.com)**

*Please include the company name and your control number in the subject line.*

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**YOUR VOTE IS IMPORTANT. PLEASE VOTE TODAY.**

**Vote by Internet – QUICK \*\*\* EASY  
IMMEDIATE – 24 Hours a Day, 7 Days a Week or by Mail**

**Gaucha Group Holdings, Inc.**

Your Internet vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed and returned your proxy card. Votes submitted electronically over the Internet must be received by 11:59 p.m., Eastern Time, on August 25, 2021.



**INTERNET/MOBILE —  
www.cstproxyvote.com**

Use the Internet to vote your proxy. Have your proxy card available when you access the above website. Follow the prompts to vote your shares.



**Vote at the Meeting –**

If you plan to vote virtually at the Annual Meeting, you need your 12 digit control number. If you plan to vote in person at the Annual Meeting, you will need to request a ballot at the meeting. To attend the Annual Meeting virtually, please navigate to:

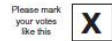
**<https://www.cstproxy.com/gauchogroupholdings/2021>**



**MAIL – Mark, sign and date your proxy card and return it in the postage-paid envelope provided.**

**PLEASE DO NOT RETURN THE PROXY CARD  
IF YOU ARE VOTING ELECTRONICALLY.**

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**PROXY**

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE “FOR” PROPOSALS 1, 2, 3, 4, 5, AND 6, AND A VOTE “AGAINST” PROPOSAL 7**

- |   |  |   |   |  |
|---|--|---|---|--|
| <p>1. Election of Directors:</p> <p>(1) Class II Director —<br/>Peter J.L. Lawrence</p>   | <p><b>FOR</b><br/>Nominee listed to the left</p> <input type="checkbox"/>  | <p><b>WITHHOLD AUTHORITY</b><br/>to vote (except as marked to the contrary for the nominee listed to the left)</p> <input type="checkbox"/> | <p>5. Approval of the purchase of the remaining shares of common stock of Gaucha Group Inc.</p>                             | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |
| <p>2. Approval of the issuance of additional shares of common stock pursuant to the Common Stock Purchase Agreement with Tumim Stone Capital.</p> | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |   | <p>6. Ratification of Marcum LLP as independent registered public accounting firm for the year ended December 31, 2021.</p> | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |
| <p>3. Approval of amendment to the 2018 Equity Incentive Plan to increase the number of shares available for award.</p>                           | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |   | <p>7. Cancel for cause the employment contract with Scott L. Mathis, CEO.</p>   | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |
| <p>4. Approval of the purchase of Argentina real estate from Hollywood Burger Holdings, Inc.</p>  | <p><b>FOR</b> <input type="checkbox"/></p> <p><b>AGAINST</b> <input type="checkbox"/></p> <p><b>ABSTAIN</b> <input type="checkbox"/></p> |   | <p><b>CONTROL NUMBER</b></p> <div style="border: 1px solid black; width: 200px; height: 20px; margin: 0 auto;"></div>       |  |

Signature \_\_\_\_\_ Signature, if held jointly \_\_\_\_\_ Date \_\_\_\_\_, 2021.  
Note: Please sign exactly as name appears hereon. When shares are held by joint owners, both should sign. When signing as attorney, executor, administrator, trustee, guardian, or corporate officer, please give title as such.

**Important Notice Regarding the Internet Availability  
of Proxy Materials for the  
Annual Meeting of Stockholders**

**The 2021 Proxy Statement and the 2021 Annual Report  
to Stockholders are available at:  
<https://www.cstproxy.com/gauchogroupholdings/2021>**

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**PROXY**

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

**Gaicho Group Holdings, Inc**

The undersigned appoints Scott L. Mathis and Maria I. Echevarria, and each of them, as proxies, each with the power to appoint his substitute, and authorizes each of them to represent and to vote, as designated on the reverse hereof, all of the shares of common stock of Gaicho Group Holdings, Inc. held of record by the undersigned at the close of business on July 7, 2021 at the Annual Meeting of Stockholders of Gaicho Group Holdings, Inc. to be held on Thursday, August 26, 2021, or at any adjournment thereof.

**THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED AS INDICATED. IF NO CONTRARY INDICATION IS MADE, THE PROXY WILL BE VOTED IN FAVOR OF ELECTING THE NOMINEE TO THE BOARD OF DIRECTORS, AND IN FAVOR OF PROPOSAL 2, PROPOSAL 3, PROPOSAL 4, PROPOSAL 5 AND PROPOSAL 6, AND AGAINST PROPOSAL 7, AND IN ACCORDANCE WITH THE JUDGMENT OF THE PERSONS NAMED AS PROXY HEREIN ON ANY OTHER MATTERS THAT MAY PROPERLY COME BEFORE THE ANNUAL MEETING. THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS.**

(Continued, and to be marked, dated and signed, on the other side)

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