

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

**FORM 8-K**

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

Date of Report:  
November 12, 2021

**Gauche Group Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
State of  
Incorporation

**001-40075**  
Commission  
File Number

**52-2158952**  
IRS Employer  
Identification No.

**112 NE 41st Street, Suite 106**  
**Miami, FL 33137**  
Address of principal executive offices

**212-739-7700**  
Telephone number, including  
Area code

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 (see General Instruction A.2. below):

- Written communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

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 Stock	VINO	The Nasdaq Stock Market LLC

**Item 8.01 Other Events**

As previously reported on our Current Report on Form 8-K filed on November 8, 2021, Gauche Group Holdings, Inc. (the "Company," "we," "us" or "our") entered into a Securities Purchase Agreement (the "Purchase Agreement") with certain institutional investors on November 3, 2021.

On November 9, 2021, in connection with the Purchase Agreement, the Company sold to the investors a series of senior secured convertible notes of the Company, in the aggregate original principal amount of \$6,480,000 (the "Notes"), which Notes shall be convertible into shares of common stock of the Company at a conversion price of \$3.50 (subject to adjustment). The Company received gross proceeds of \$6,000,000 from the Notes.

For the full description of the Purchase Agreement, the Notes, and related transaction documents, please refer to our Current Report on Form 8-K and the exhibits attached thereto as filed with the SEC on November 8, 2021.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on

the 12th day of November, 2021.

**Gaucho Group Holdings, Inc.**

By: /s/Scott L. Mathis

Scott L. Mathis, President & CEO

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