

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response... 0.5

☐ 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 checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> Officer (give title below) _____ President, CEO & Chairman		
(Last) (First) (Middle) 135 5TH AVENUE, 10TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 06/08/2015			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) NEW YORK, NY 10010			4. If Amendment, Date Original Filed (Month/Day/Year) 10/01/2015					
(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)	
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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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					04/15/2012 04/15/2016	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					04/15/2013 04/15/2017	Common Stock 25,000		3,918,664	D	
Stock Option	\$ 2.48					04/15/2014 04/15/2018	Common Stock 25,000		3,918,664	D	
Stock Option	\$ 2.48					06/30/2013 06/30/2018	Common Stock 1,000,000		3,918,664	D	
Stock Option	\$ 2.48					08/27/2015 08/27/2019	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	07/27/2010 07/27/2015	Common Stock 22,237	\$ 0	3,918,664	D	
Warrant	\$ 2.3					10/31/2012 10/31/2017	Common Stock 85,518		3,918,664	D	
Warrant	\$ 2.3					12/31/2012 12/31/2017	Common Stock 18,939		3,918,664	D	
Warrant	\$ 2.3					03/31/2013 03/31/2018	Common Stock 22,878		3,918,664	D	
Warrant	\$ 2.3					06/30/2013 06/30/2018	Common Stock 2,460		3,918,664	D	
Warrant	\$ 2.3					09/30/2013 09/30/2018	Common Stock 27,561		3,918,664	D	
Warrant	\$ 2.3					12/31/2013 12/31/2018	Common Stock 36,031		3,918,664	D	
Warrant	\$ 2.3					03/31/2014 03/31/2019	Common Stock 59,053		3,918,664	D	
Warrant	\$ 2.3					06/30/2014 06/30/2019	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
Signature of Reporting Person		Date

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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.