

Item 1.01. Entry into a Material Definitive Agreement.

On February 9, 2017, Perimeter Funding Corporation (“Perimeter”), a wholly owned subsidiary of Atlanticus Holdings Corporation (the “Company”), established a program under which it sells certain receivables to a trust and securitizes such receivables through the issuance by the trust of notes in one or more series and classes. The notes are secured by the receivables and other assets of the trust. Simultaneously with the establishment of the program, the trust issued a series of variable funding notes and sold an aggregate amount of up to \$90.0 million to an affiliate of TowerBrook Capital Partners L.P. pursuant to a facility that can be drawn upon to the extent of outstanding eligible principal receivables.

The facility, which was effective as of February 8, 2017, matures on February 8, 2022 and is subject to certain affirmative covenants and collateral performance tests, the failure of which could result in required early repayment of all or a portion of the outstanding balance of notes. The facility also may be prepaid subject to payment of a prepayment fee.

The foregoing description is a summary and is qualified in its entirety by reference to the agreements governing the terms of the facility.

Item 2.03. Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

To the extent applicable, the information contained in Item 1.01 of this Current Report is incorporated by reference into this Item 2.03.

SIGNATURES

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

ATLANTICUS HOLDINGS
CORPORATION

Date: February 15, 2017 By: /s/ William R. McCamey
Name: William R. McCamey
Title: Chief Financial Officer