

Preferred Stock

The Company is authorized to issue 1,000,000 shares of preferred stock with such designations, voting and other rights and preferences as may be determined from time to time by the Board of Directors. At June 5, 2015, the rights and preferences have not been determined and there were no shares of preferred stock issued and outstanding.

F-13

Until , 2015 (25 days after the date of this prospectus), all dealers that buy, sell or trade our common stock, whether or not participating in this offering, may be required to deliver a prospectus. This is in addition to the dealers' obligation to deliver a prospectus when acting as underwriters and with respect to their unsold allotments or subscriptions.

You should rely only on the information contained in this prospectus. No dealer, salesperson or any other person is authorized to give any information or make any representations in connection with this offering other than those contained in this prospectus and, if given or made, the information or representations must not be relied upon as having been authorized by us. This prospectus does not constitute an offer to sell or a solicitation of an offer to buy any security other than the securities offered by this prospectus, or an offer to sell or a solicitation of an offer to buy any securities by anyone in any jurisdiction in which the offer or solicitation is not authorized or is unlawful. The information contained in this prospectus is accurate only as of the date of this prospectus, regardless of the time of delivery of this prospectus or of any sale of our securities.

TABLE OF CONTENTS

	<u>Page</u>
Summary	1
Summary Financial Data	27
Risk Factors	28
Cautionary Note Regarding Forward-Looking Statements	56
Use of Proceeds	57
Dividend Policy	61
Dilution	62
Capitalization	64
Management's Discussion and Analysis of Financial Condition and Results of Operations	65
Proposed Business	72
Management	102
Principal Stockholders	114
Certain Relationships and Related Party Transactions	117
Description of Securities	119
Certain United States Federal Income Tax Considerations	132
Underwriting	140
Legal Matters	147
Experts	147
Where You Can Find Additional Information	147
Index to Financial Statements	F-1

Global Partner Acquisition Corp.