Stock Options (right to purchase)

\$10.05

04/06/2015

Α

750

04/06/2015

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

	ion 1(b).			File							es Exchang npany Act o		934			nours	per res	oonse:	0.5		
1. Name and Address of Reporting Person <sup>*</sup> <u>TAGLICH ROBERT</u>						or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol <u>AIR INDUSTRIES GROUP</u> [ AIRI ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner							
(Last) (First) (Middle) 700 NEW YORK AVENUE, SUITE B							3. Date of Earliest Transaction (Month/Day/Year) 08/19/2016									Officer (give title Other (specify below) below)					
(Street) HUNTINGTON NY 11743						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(St	ate)																			
1 Title of C	ecurity (Insti		able I - Nor	1-Deriv			2A. Deeme		quired,	Dis	1	f, or Bei		-	Dwned 5. Amount	of	6.00	nership	7. Nature of		
1. 1110 01 3	ecunty (insti			Date (Month/		ar) E	Execution f any Month/Day	Date,	Transa Code (			Of (D) (Ins			Securities Beneficial Owned Fo Reported	ly	Form	Direct Indirect str. 4)	Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	(A) o (D)			Transactio (Instr. 3 an				(1130. 4)		
Common	Stock			06/2	9/2016			М		3,000 A		\$	2.95	377,903		D					
Common	Stock														45,980				See Note <sup>(1)</sup>		
Common Stock												12,746				See Note <sup>(2)</sup>					
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)       Note <sup>(2)</sup>																				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/N	Co	ode (Insi	nsaction Derivative E		Expiratio	xpiration Date of S Nonth/Day/Year) Unc		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5) Benefici Owned Followir Reporte Transac		e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Co	ode V	(	(A)	(D)	Date Exercisat		Expiration Date	Title	Amou Numb Share			(Instr. 4)	(0)				
Stock Options (right to purchase)	\$6	09/10/2012			A		3,000		09/10/20	12	09/10/2017	Common Stock	3,0	000	\$0	3,00	0	D			
Stock Options (right to purchase)	\$6	04/23/2013			A		750		04/23/20	13	04/23/2018	Common Stock	75	50	\$0	3,75	0	D			
Stock Options (right to purchase)	\$7.86	09/30/2013			A		750		09/30/20:	13	09/30/2018	Common Stock	75	50	\$0	4,50	0	D			
Stock Options (right to purchase)	\$8.98	12/31/2013			A		750		12/31/20	13	12/31/2018	Common Stock	75	50	\$0	5,25	0	D			
Stock Options (right to purchase)	\$9.38	03/31/2014			A		750		03/31/20	14	03/31/2019	Common Stock	75	50	\$0	6,00	0	D			
Warrants	\$6.3	06/22/2012			A	T	31,190		06/22/20:	12	06/22/2017	Common Stock	31,	190	\$0	31,19	90	D			
Warrants	\$8.72	01/01/2014			A		10,000		04/01/20	14	12/31/2019	Common Stock	10,	000	\$0	10,00	00	I	See Note <sup>(3)</sup>		
Stock Options (right to purchase)	\$11.73	05/16/2014			A		750		05/16/20	14	05/15/2019	Common Stock	75	50	\$0	6,75	0	D			
Stock Options (right to purchase)	\$9.24	08/21/2014			A		750		08/21/20	14	08/22/2019	Common Stock	75	50	\$0	7,50	0	D			
Stock Options (right to purchase)	\$10.26	11/24/2014			A		1,750		11/24/20	14	11/23/2019	Common Stock	1,7	750	\$0	9,25	0	D			

Common Stock

750

\$<mark>0</mark>

10,000

D

04/05/2020

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)				8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: 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		Transaction(s) (Instr. 4)		
Stock Options (right to purchase)	\$10.05	04/06/2015		A		750		07/01/2015	04/05/2020	Common Stock	750	\$0	10,750	D	
Stock Options (right to purchase)	\$10.05	04/06/2015		A		750		10/01/2015	04/05/2020	Common Stock	750	\$0	11,500	D	
Stock Options (right to purchase)	\$10.05	04/06/2015		A		750		01/01/2016	04/05/2020	Common Stock	750	\$0	12,250	D	
Series A Convertible Preferred Stock	\$4.92	05/26/2016		Р		65,000		05/26/2016	(4)	Common Stock	132,113	\$650,000	65,000	D	
Warrants	\$6.15	05/26/2016		Р		13,500		11/27/2016	05/26/2021	Common Stock	13,500	\$0	44,690	D	
Stock Options (right to purchase)	\$4.64	06/02/2016		A		750		06/02/2016	06/01/2021	Common Stock	750	\$0	13,000	D	
Stock Options (right to purchase)	\$4.64	06/02/2016		A		750		08/01/2016	06/01/2021	Common Stock	750	\$0	13,750	D	
Stock Options (right to purchase)	\$4.64	06/02/2016		A		750		11/01/2016	06/01/2021	Common Stock	750	\$0	14,500	D	
Stock Options (right to purchase)	\$4.64	06/02/2016		A		750		02/01/2017	06/01/2021	Common Stock	750	\$0	15,250	D	
Convertible Notes	\$10	08/19/2016		Р		\$204,183		08/19/2016	12/31/2017	Common Stock	41,500 <sup>(5)</sup>	\$204,183	\$204,183	D	
Series A Preferred Stock	\$4.92	08/19/2016		Р		20,418		(6)	(4)	Common Stock	41,500	\$204,183	85,418	D	
Warrants	\$5	08/19/2016		Р		8,300		08/19/2016	07/31/2021	Common Stock	8,300	\$60,000	52,990	D	
Convertible Notes	\$10	08/19/2016		Р		\$60,000		08/19/2016	12/31/2017	Common Stock	12,192 <sup>(7)</sup>	\$60,000	\$60,000	I	See Note <sup>(8)</sup>
Series A Preferred Stock	\$4.92	08/19/2016		Р		6,000		(6)	(4)	Common Stock	12,192	\$10	6,000	I	See Note <sup>(8)</sup>
Warrants	\$5	08/19/2016		Р		2,436		08/19/2016	07/31/2021	Common Stock	2,436	\$0	12,436	I	See Note <sup>(8)</sup>
Warrants	\$6.15	08/19/2016		Р		67,159		08/19/2016	07/31/2021	Common Stock 67,159		\$50	79,595	I	See Note <sup>(9)</sup>

## Explanation of Responses:

1. Represents shares owned by Taglich Brothers, Inc., of which the Reporting Person is Managing Director

2. Owned by Tag/Kent Partners, of which Reporting Person is a General Partner.

3. Represents warrants issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director, pursuant to Capital Markets Advisory Agreement.

4. No expiration date.

5. Automatically converts into 20,418 shares of Series A Preferred Stock upon filing of certificate of amendment to articles of incorporation increasing the number of authorized shares of preferred stock available for conversion (the "Certificate of Amendment").

6. Upon filing of Certificate of Amendment.

7. Automatically converts into 6,000 shares of Series A Preferred Stock upon filing of Certificate of Amendment.

8. Custodian for children.

9. Represents Placement Agent Warrants received by Taglich Brothers, Inc., of which the Reporting Person is Managing Director, which acted as placement agent for the sale of Issuer's 12% Subordinated Convertible Notes in August 2016.

<u>/s/ Robert F. Taglich</u> \*\* Signature of Reporting Person <u>08/23/2016</u> Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.