SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] Settuducato Gary | 2. Date of Event Requiring State (Month/Day/Yea 11/30/2012 | ment | 3. Issuer Name and Ticker or Trading Symbol AIR INDUSTRIES GROUP, INC. [AIRI] | | | | | |
|--|---|--------------------|---|--|------------------------------------|--|--|--|
| (Last) (First) (Middle) 1479 NORTH CLINTON AVENUE (Street) BAY SHORE NY 11706 (City) (State) (Zip) | _ | - | 4. Relationship of Reporting Perso (Check all applicable) Director X Officer (give title below) President, Welding N | 10% Owne Other (spe below) | r cify 6. I Apj | onth/Day/Year) ndividual or Joint plicable Line) X Form filed b | ate of Original Filed //Group Filing (Check y One Reporting Person y More than One erson | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | Amount of Securities eneficially Owned (Instr. 4) | | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| Common Stock, par value \$.001 | | | 19 | D | | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exerce Expiration D (Month/Day/ | ate | 3. Title and Amount of Securi Underlying Derivative Securit | | 4. Conversior or Exercise | Form: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Price of Derivative Security | Direct (D) or Indirect (I) (Instr. 5) | | |
| Stock options ⁽¹⁾ | 07/29/2010 | 12/31/2015 | Common Stock | 44,589 | 4.5 | D | | |
| Stock options ⁽²⁾ | 01/10/2007 | 12/31/2015 | Common Stock | 75 | 96 | D | | |
| Stock options ⁽²⁾ | 12/12/2007 | 12/31/2015 | Common Stock | 113 | 110.4 | D | | |

Explanation of Responses:

1. Stock options to purchase shares pursuant to AIRI 2010 Equity Incentive Plan.

2. Stock options to purchase shares pursuant to 2005 AIRI Stock Incentive Plan.

/s/ Gary Settaducato

11/30/2012 ** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.