FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APP	ROVAL							
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)

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

Name and Address of Reporting Person* Rettaliata Peter			2. I <u>A</u>]	2. Issuer Name and Ticker or Trading Symbol AIR INDUSTRIES GROUP [AIRI]								Relationship neck all appli	. ,					
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 08/13/2024								— Officer	Officer (give title below)		Other (below)			
46 IROQUOIS DRIVE				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								ndividual or .	ividual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting				
(Street)				-														
BRIGHTWATERS NY 11706													Persor		e mar	TOTIE REPO	rung	
(City) (State) (Zip)				Rı	Rule 10b5-1(c) Transaction Indication													
					Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	le I - Non	-Deriv	vativ	e Se	curities	s Ac	quired,	Disp	osed o	f, or Be	neficial	ly Owned	l			
1. Title of	Security (Inst	tr. 3)		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date if any (Month/Day/Ye		Code (Ins			rities Acquired (A) ed Of (D) (Instr. 3, 4		Benefici	es ally following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	Transact (Instr. 3	ion(s)			(111501.4)
Common Stock													27	27,152		D		
		•	Table II - I (uired, D s, option					Owned				
4 = 4		3. Transaction Date (Month/Day/Year)			4. Transaction Code (Instr. 8)		n of E		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)					Ownership Form: Direct (D) or Indirect (I) (Instr. 4	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Date	3A. Deemed Execution I if any (Month/Day	Date,	Transa Code (of Derivati Securiti Acquire (A) or Dispose of (D) (II	ive ies ed ed nstr.	Expiration	Date		of Securit Underlyin Derivative	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	s Billy	Ownership Form:	Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution D	Date,	Transa Code (of Derivati Securiti Acquire (A) or Dispose of (D) (II	ive ies ed ed nstr.	Expiration	Date		of Securit Underlyin Derivative	es g Security nd 4) Amount or	Derivative Security	derivative Securities Beneficial Owned Following Reported Transactio	s Billy	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution D	Oate, /Year)	Transa Code (of Derivati Securiti Acquire (A) or Dispose of (D) (II	ive ies ed ed nstr.	Expiration	Date y/Yea		of Securit Underlyin Derivative	ies g Security nd 4)	Derivative Security	derivative Securities Beneficial Owned Following Reported Transactio	s Billy	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Expiration (Month/Da	Date ly/Year	xpiration	of Securit Underlyin Derivative (Instr. 3 an	Amount or Number of	Derivative Security	derivative Securities Beneficial Owned Following Reported Transactio	on(s)	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Expiration (Month/Da	Date by/Year	xpiration	of Securit Underlyin Derivative (Instr. 3 ar	Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security (Instr. 3) Stock Options Stock	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Expiration (Month/Da	le E:	xpiration ate	of Securit Underlyin Derivative (Instr. 3 au Title Common Stock	Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Stock Options Stock Options Stock Stock Options Stock	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Date Exercisabl	Date E. D. O.	xpiration ate 8/31/2029	of Securit Underlyin Derivative (Instr. 3 and Instr. 3 and Instruction Instruct	Amount or Number of Shares 30,000	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Stock Options Stock Options Stock Options Stock Options Stock Options Stock Options	conversion or Exercise Price of Derivative Security \$3.75 \$3.5	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Date Exercisable (1) (2)	Date by/Year	xpiration ate 8/31/2029 5/31/2028	of Securit Underlyin Derivative (Instr. 3 and Instr. 3 and Instruction Instruct	Amount or Number of Shares 30,000 4,040	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Stock Options	\$3.75 \$3.43 \$8.4	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Date Exercisable (1) (2) (2)	Date Py/Year	xpiration ate 8/31/2029 5/31/2028 4/30/2027	of Securit Underlyin Derivative (Instr. 3 at Instr. 3	Amount or Number of Shares 30,000 4,040 1,000	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) 30,000 1,000 4,040	on(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Stock Options	\$3.75 \$3.43 \$8.4 \$12.5	Date (Month/Day/Year)	Execution D	Oate, /Year)	Transa Code (I 8)	Instr.	of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ive ies ed ed nstr.	Date Exercisable (1) (2) (2) (2)	Date	xpiration ate 8/31/2029 5/31/2028 4/30/2027 7/31/2026	Title Common Stock	Amount or Number of Shares 30,000 4,040 1,000 100	Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4) 30,000 1,000 4,040 100	on on one of the one o	Durership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

- 1. Vests as to 2,500 shares on each of August 31, 2024, September 30, 2024, December 31, 2024 and March 31, 2025.
- 2. Exercisable in full.

/s/ Peter Rettaliata

08/14/2024

** Signature of Reporting Person Date

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

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.

^{*} 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).