

TAGLICH ROBERT  
Form 4  
January 17, 2019

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TAGLICH ROBERT

2. Issuer Name and Ticker or Trading Symbol  
AIR INDUSTRIES GROUP [AIRI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
790 NEW YORK AVENUE, SUITE 209

3. Date of Earliest Transaction (Month/Day/Year)  
01/04/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HUNTINGTON, NY 11743

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/04/2019		P		17,310	A	\$ 0.83
Common Stock					44,760	I	See Note (1)
Common Stock					149,932	I	See Note (2)
Common Stock					17,990	I	See Note (3)

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

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(9-02)

**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)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	8. An
					V	(A)	(D)	Date Exercisable		
Stock Options	\$ 1.59	05/14/2018		A		13,000	(4)	05/31/2023	Common Stock	
Stock Options	\$ 9.38	03/31/2014		A		750		03/31/2014 03/31/2019	Common Stock	
Stock Options	\$ 11.73	05/16/2014		A		750		05/16/2014 05/15/2019	Common Stock	
Stock Options	\$ 9.24	08/21/2014		A		750		08/21/2014 08/20/2019	Common Stock	
Stock Options	\$ 10.26	11/24/2014		A		1,750		11/24/2014 11/23/2019	Common Stock	
Stock Options	\$ 10.05	04/06/2015		A		3,000	(5)	04/05/2020	Common Stock	
Stock Options	\$ 4.64	06/02/2016		A		3,000	(6)	06/01/2021	Common Stock	
Stock Options (right to purchase)	\$ 1.69	01/02/2018		A		3,000		01/02/2018 12/31/2022	Common Stock	
Convertible Notes	\$ 1.5	09/30/2018		J(7)		\$ 650,000		09/30/2018 12/31/2020	Common Stock	4
Convertible Notes	\$ 0.93	01/15/2019		P		\$ 1,000,000		01/15/2019 12/31/2020	Common Stock	1,
Convertible Notes	\$ 1.5	09/30/2018		J(9)		\$ 382,000		09/30/2018 12/31/2020	Common Stock	2
Convertible Notes	\$ 0.93	01/15/2019		J(10)		\$ 80,000		01/15/2019 12/31/2020	Common Stock	80
Warrants	\$ 1.4	10/01/2018		J(11)		17,500		10/01/2018 09/30/2023	Common Stock	

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Warrants	\$ 5	08/19/2016	P	8,307	08/19/2016	07/31/2021	Common Stock
Warrants	\$ 6.15	10/13/2016	J <sup>(12)</sup>	13,500	11/27/2016	05/26/2021	Common Stock
Warrants	\$ 6.15	10/13/2016	J <sup>(12)</sup>	15,925	09/01/2016	07/31/2021	Common Stock
Warrants	\$ 3	11/23/2016	P	8,889	11/23/2016	11/30/2021	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAGLICH ROBERT 790 NEW YORK AVENUE, SUITE 209 HUNTINGTON, NY 11743	X	X		

## Signatures

/s/ Robert F.  
Taglich

01/17/2019

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Represent shares acquired for which Mr. Taglich is the custodian for his children under NY UGMA.
- (2) Owned by Tag/Kent Partners, of which Reporting Person is a General Partner.
- (3) Represents shares owned by Taglich Brothers, Inc., of which the Reporting Person is Managing Director.
- (4) Fully vested as of 12/31/2018.
- (5) Fully vested as of 11/01/2016.
- (6) Fully vested as of 01/01/2016.
- (7) Represents Issuer's 6% convertible notes received pursuant to amendment to Issuer's 8% convertible notes.
- (8) Does not include shares issued upon conversion for accrued interest on the Notes.
- (9) Represents 6% convertible notes issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director, pursuant to amendment to Issuer's 8% convertible notes originally issued in lieu of cash payment of commissions earned for acting as placement agent for the sale of Issuer's 8% convertible notes.
- (10) Represents 7% convertible notes issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director, issued in lieu of cash payment of commissions earned for acting as placement agent for the sale of Issuer's 7% convertible notes in January 2019.
- (11) Represents warrants issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director, for acting as placement agent for the sale of Issuer's shares of common stock in October 2018.
- (12) Assignment of a portion of Placement Agent Warrants originally issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director.

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

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