TAGLICH ROBERT
Form 4
February 14, 2019

FORM 4

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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
TAGLICH ROBERT

(Last) (First) (Middle)

790 NEW YORK AVENUE, SUITE 209

(Street)

HUNTINGTON, NY 11743

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/13/2019

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director
_____ Officer (give title below)
__X__ 10% Owner
_____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants	$ 3	12/22/2016		P		15,029		12/22/2016	11/30/2021	Common Stock	15,029
Warrants	$ 3.71	02/07/2017		P		19,230		02/07/2017	01/31/2022	Common Stock	19,230
Warrants	$ 3.3	03/08/2017		P		7,692		03/08/2017	01/31/2022	Common Stock	7,692
Warrants	$ 3	03/15/2017		J(2)		15,344		11/22/2016	11/30/2021	Common Stock	15,344
Warrants	$ 3	03/15/2017		J(2)		12,540		12/22/2016	11/30/2021	Common Stock	12,540
Warrants	$ 4.45	03/15/2017		J(2)		7,500		02/17/2017	01/31/2022	Common Stock	7,500
Warrants	$ 3.3	03/15/2017		J(2)		4,374		03/08/2017	01/31/2022	Common Stock	4,374
Warrants	$ 3.78	03/15/2017		J(2)		4,306		03/15/2017	01/31/2022	Common Stock	4,306
Warrants	$ 4	03/21/2017		J(2)		869		03/21/2017	01/31/2022	Common Stock	869
Warrants	$ 1.5 (3)	05/12/2017		P		93,279		05/12/2017	05/12/2022	Common Stock	93,279
Warrants	$ 1.5	11/29/2017		P		24,000		11/29/2017	11/30/2022	Common Stock	24,000
Warrants	$ 5	08/19/2016		P		2,436		08/19/2016	07/31/2021	Common Stock	2,436
Warrants	$ 8.72	01/01/2014		A		10,000		04/01/2014	12/31/2019	Common Stock	10,000
Warrants	$ 3.3	03/08/2017		J(5)		3,416		03/08/2017	01/31/2022	Common Stock	3,416
Warrants	$ 3.78	03/15/2017		J(5)		3,354		03/15/2017	01/31/2022	Common Stock	3,354
Warrants	$ 4	03/21/2017		J(5)		615		03/21/2017	01/31/2022	Common Stock	615

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	02/14/2019
**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) Custodian for children under NY UGMA.

(2) Assignment of a portion of Placement Agent Warrants originally issued to Taglich Brothers, Inc., of which the Reporting Person is Managing Director.

(3) Exercise price was reduced from $2.49 to $1.50 per share, the public offering price of the Issuer's common stock in the Issuer's public offering which closed on July 12, 2017, pursuant to the terms of the warrant.

(4) Represents warrants received by Taglich Brothers, Inc., of which the Reporting Person is Managing Director, pursuant to Capital Markets Advisory Agreement.

(5) Represents 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 8% convertible notes, in lieu of cash payment of commissions.

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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