AIR INDUSTRIES GROUP

Form 4

November 25, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

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obligations may continue.

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person ** TAGLICH MICHAEL N			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			AIR INDUSTRIES GROUP [AIRI]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	X Director 10% Owner			
98 BAY STREET			11/24/2014	Officer (give titleOther (specify below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
SAG HARBOR	R, NY 10174			Form filed by More than One Reporting Person			
(C:t-)	(Ctota)	(7:n)					

(City)	(State) (Z	Table	I - Non-D	erivative Se	curities Acc	quired, Disposed (of, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. SecuritionAcquired (5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	•	any	Code	Disposed of	of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and 5)	Owned	Indirect (I)	Ownership
			Code V		(A) or (D) Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock						351,997	D	
Common Stock						45,980	I	See Note
Common Stock						12,746	I	See Note

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

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SEC 1474 (9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to purchase)	\$ 6	04/23/2013		A	750	04/23/2013	04/23/2018	Common Stock	750
Stock Options (right to purchase)	\$ 7.86	09/30/2013		A	750	09/30/2013	09/30/2018	Common Stock	750
Stock Options (right to purchase)	\$ 8.98	12/31/2013		A	750	12/31/2013	12/31/2018	Common Stock	750
Stock Options (right to purchase)	\$ 9.38	03/31/2014		A	750	03/31/2014	03/31/2019	Common Stock	750
Warrants (1) (right to purchase)	\$ 6.3	06/22/2012		A	31,190	06/22/2012	06/22/2017	Common Stock	31,190
Warrants (1) (right to purchase)	\$ 8.72	01/01/2014		A	10,000	04/01/2014	12/31/2019	Common Stock	10,000
Stock Options (right to purchase)	\$ 11.73	05/16/2014		A	750	05/16/2014	05/15/2019	Common Stock	750
Stock Options (right to purchase)	\$ 9.24	08/21/2014		A	750	08/21/2014	08/20/2019	Common Stock	750
1	\$ 10.26	11/24/2014		A	1,750	11/24/2014	11/23/2019		1,750

Stock Common Options Stock (right to

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TAGLICH MICHAEL N

98 BAY STREET X

SAG HARBOR, NY 10174

Signatures

/s/ Michael N.

purchase)

Taglich 11/25/2014

**Signature of 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) Represents shares owned by Taglich Brothers, Inc., of which the Reporting Person is Chairman and President.
- (2) Owned by Tag/Kent Partners, of which Reporting Person is a General Partner.
- (3) Reporting Person's portion of a total 118,585 Placement Agent Warrants received by Taglich Brothers, Inc., which acted as placement agent for the sale of Issuer's common stock in June and July of 2012.
- Represents warrants issued to Taglich Brothers, Inc., of which the Reporting Person is Chairman and President, pursuant to Capital (4) Markets Advisory Agreement. The warrants are exercisable as to 2,500 shares commencing April 1, 2014, a total of 5,000 shares commencing July 1, 2014, a total of 7,500 shares commencing October 1, 2014 and a total of 10,000 shares on January 1, 2015.

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