

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

1. Name and Address of Reporting Person * <u>TAGLICH MICHAEL N</u>  (Last) (First) (Middle) <u>C/O TAGLICH BROTHERS, INC.</u> <u>790 NEW YORK AVENUE, SUITE 209</u>  (Street) <u>HUNTINGTON NY 11743</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AIR INDUSTRIES GROUP [ AIRI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/02/2018</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrants	\$3	03/15/2017		J <sup>(1)</sup>		13,000		12/22/2016	11/30/2021	Common Stock	13,000	\$0	143,703	D	
Warrants	\$4.45	03/15/2017		J <sup>(1)</sup>		7,880		02/17/2017	01/31/2022	Common Stock	7,880	\$0	7,880	D	
Warrants	\$3.3	03/15/2017		J <sup>(1)</sup>		4,850		03/08/2017	01/31/2022	Common Stock	4,850	\$0	4,850	D	
Warrants	\$3.78	03/15/2017		J <sup>(1)</sup>		4,775		03/15/2017	01/31/2022	Common Stock	4,775	\$0	4,775	D	
Warrants	\$4	03/21/2017		J <sup>(1)</sup>		964		03/21/2017	01/31/2022	Common Stock	964	\$0	964	D	
Warrants	\$1.5 <sup>(2)</sup>	05/12/2017		P		93,279		05/12/2017	05/12/2022	Common Stock	93,279	\$0	93,279	D	
Warrants	\$3.3	03/15/2017		J <sup>(3)</sup>		3,416		03/08/2017	01/31/2022	Common Stock	3,416	\$0	3,416	I	See Note <sup>(3)</sup>
Warrants	\$3.78	03/15/2017		J <sup>(3)</sup>		3,354		03/15/2017	01/31/2022	Common Stock	3,354	\$0	3,354	I	See Note <sup>(3)</sup>
Warrants	\$4	03/21/2017		J <sup>(3)</sup>		615		03/21/2017	01/31/2022	Common Stock	615	\$0	615	I	See Note <sup>(3)</sup>

**Explanation of Responses:**

- Assignment of a portion of Placement Agent Warrants originally issued to Taglich Brothers, Inc., of which the Reporting Person is Chairman and President.
- 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.
- Represents warrants received by Taglich Brothers, Inc., of which the Reporting Person is Chairman and President, which acted as placement agent for the sale of Issuer's 2019 Notes in March 2017, in lieu of cash payment of commissions.

/s/ Michael N. Taglich 01/02/2018

\*\* 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 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).

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.