

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): May 16, 2024

AIR INDUSTRIES GROUP
(Exact Name of Registrant as Specified in its Charter)

Nevada
State of Incorporation

001-35927
Commission File Number

80-0948413
IRS Employer
I.D. Number

1460 Fifth Avenue, Bay Shore, New York 11706
(Address of Principal Executive Offices)

Registrant's telephone number: (631) 968-5000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---------------------------------|--------------------------|--|
| Common Stock, par value \$0.001 | AIRI | NYSE American |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure

On May 16, 2024, Air Industries Group issued a press release announcing that it received orders from two customers aggregating \$8.2 million for components used on UH-60 Black Hawk and H-92 Super Hawk helicopters. Deliveries of these components are expected to begin in 2025.

The UH-60 Black Hawk helicopter serves as the primary helicopter for the U. S. Army and fulfills essential roles in transport, troop movement, medical evacuation and cargo lift operations. Manufactured by Sikorsky, it includes many variants and is utilized by other branches of the U.S. military and U.S. allied countries.

The H-92 is a multi-mission, military derivative of the S-92 commercial helicopter, making it a larger alternative to the UH-60 Black Hawk. It is used by Canada for its Maritime Helicopter Program.

The information in this Form 8-K, including Exhibit 99.1 attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liability of such Section, nor shall it be deemed incorporated by reference in any filing by Air Industries under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits.****Exhibit No. Description**

| | |
|------|---|
| 99.1 | Press release dated May 16, 2024. |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 16, 2024

AIR INDUSTRIES GROUP

By: /s/ Scott Glassman
Scott Glassman
Chief Financial Officer



May 16, 2024 4:01 PM Eastern Daylight Time

Air Industries Group Receives Orders of \$8.2 Million for Components Used on UH-60 Black Hawk and H-92 Helicopters

Bay Shore, N.Y.--(BUSINESS WIRE)--**Air Industries Group** (“**Air Industries**”) (NYSE American: **AIRI**), a leading manufacturer of precision assemblies and components for large aerospace and defense prime contractors, today announced it has received orders, from two customers, aggregating \$8.2 million, for components used on UH-60 Black Hawk and H-92 Super Hawk helicopters.

Mr. Lou Melluzzo, CEO of Air Industries, commented: “These contract awards provide tangible evidence of growing demand for critical military aircraft parts and our prominent role in supporting vital military aircraft programs. While the H-92 is a relatively new and welcome addition to our portfolio, we have been a supplier of flight critical assemblies for the Black Hawk for over four decades, and we are dedicated to continuing this commitment.”

Deliveries for these components are expected to begin in 2025.

Air Industries supports the UH-60 Black Hawk helicopter platform by providing flight critical components, such as the primary flight control assembly and the main transmission beam. Serving as the primary helicopter for the U.S. Army, the UH-60 Black Hawk helicopter fulfills essential roles in transport, troop movement, medical evacuation and cargo lift operations. Manufactured by Sikorsky, it includes many variants and is utilized by other branches of the U.S. military and U.S. allied countries.

The H-92 is a multi-mission, military derivative of the S-92 commercial helicopter, making it a larger alternative to the UH-60 Black Hawk. It is used by Canada for its Maritime Helicopter Program.

ABOUT AIR INDUSTRIES GROUP

Air Industries Group is a leading manufacturer of precision components and assemblies for large aerospace and defense prime contractors. Its products include landing gear, flight controls, engine mounts and components for aircraft jet engines, ground turbines and other complex machines. Whether it is a small individual component or complete assembly, its high quality and extremely reliable products are used in mission critical operations that are essential for the safety of military personnel and civilians.

Additional information about the Company can be found in its filings with the SEC and its website at www.airindustriesgroup.com.

Forward Looking Statements

Certain matters discussed in this press release are 'forward-looking statements' intended to qualify for the safe harbor from liability established by the Private Securities Litigation Reform Act of 1995. In particular, the Company's statements regarding trends in the marketplace, future revenues, earnings and Adjusted EBITDA, the ability to realize firm backlog and projected backlog, cost cutting measures, potential future results and acquisitions, are examples of such forward-looking statements. The forward-looking statements are subject to numerous risks and uncertainties, including, but not limited to, the timing of projects due to variability in size, scope and duration, the inherent discrepancy in actual results from estimates, projections and forecasts made by management, regulatory delays, changes in government funding and budgets, and other factors, including general economic conditions, not within the Company's control. The factors discussed herein and expressed from time to time in the Company's filings with the Securities and Exchange Commission could cause actual results and developments to be materially different from those expressed in or implied by such statements. The forward-looking statements are made only as of the date of this press release and the Company undertakes no obligation to publicly update such forward-looking statements to reflect subsequent events or circumstances.

Contacts

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