

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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 ROBERT</u> (Last) (First) (Middle) 790 NEW YORK AVENUE, SUITE 209 (Street) HUNTINGTON NY 11743 (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) 01/04/2019	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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			
Common Stock	01/04/2019		P		17,310	A	\$0.83	2,050,558	D	
Common Stock								44,760	I	See Note ⁽¹⁾
Common Stock								149,932	I	See Note ⁽²⁾
Common Stock								17,990	I	See Note ⁽³⁾

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	Amount or Number of Shares				
Stock Options	\$1.59	05/14/2018		A		13,000		(4)	05/31/2023	Common Stock	13,000	\$0	13,000	D	
Stock Options	\$9.38	03/31/2014		A		750		03/31/2014	03/31/2019	Common Stock	750	\$0	750	D	
Stock Options	\$11.73	05/16/2014		A		750		05/16/2014	05/15/2019	Common Stock	750	\$0	750	D	
Stock Options	\$9.24	08/21/2014		A		750		08/21/2014	08/20/2019	Common Stock	750	\$0	750	D	
Stock Options	\$10.26	11/24/2014		A		1,750		11/24/2014	11/23/2019	Common Stock	1,750	\$0	1,750	D	
Stock Options	\$10.05	04/06/2015		A		3,000		(5)	04/05/2020	Common Stock	3,000	\$0	3,000	D	
Stock Options	\$4.64	06/02/2016		A		3,000		(6)	06/01/2021	Common Stock	3,000	\$0	3,000	D	
Stock Options (right to purchase)	\$1.69	01/02/2018		A		3,000		01/02/2018	12/31/2022	Common Stock	3,000	\$0	3,000	D	
Convertible Notes	\$1.5	09/30/2018		J ⁽⁷⁾		\$650,000		09/30/2018	12/31/2020	Common Stock	433,333 ⁽⁸⁾	\$650,000	\$650,000	D	
Convertible Notes	\$0.93	01/15/2019		P		\$1,000,000		01/15/2019	12/31/2020	Common Stock	1,075,268 ⁽⁸⁾	\$1,000,000	\$1,000,000	D	
Convertible Notes	\$1.5	09/30/2018		J ⁽⁹⁾		\$382,000		09/30/2018	12/31/2020	Common Stock	254,666 ⁽⁸⁾	\$382,000	\$382,000	I	See Note ⁽⁹⁾
Convertible Notes	\$0.93	01/15/2019		J ⁽¹⁰⁾		\$80,000		01/15/2019	12/31/2020	Common Stock	86,021 ⁽⁸⁾	\$80,000	\$80,000	I	See Note ⁽¹⁰⁾
Warrants	\$1.4	10/01/2018		J ⁽¹¹⁾		17,500		10/01/2018	09/30/2023	Common Stock	17,500	\$0	17,500	I	See Note ⁽¹¹⁾
Warrants	\$5	08/19/2016		P		8,307		08/19/2016	07/31/2021	Common Stock	8,307	\$0	8,307	D	
Warrants	\$6.15	10/13/2016		J ⁽¹²⁾		13,500		11/27/2016	05/26/2021	Common Stock	13,500	\$0	13,500	D	
Warrants	\$6.15	10/13/2016		J ⁽¹²⁾		15,925		09/01/2016	07/31/2021	Common Stock	15,925	\$0	15,925	D	

**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	Amount or Number of Shares				
Warrants	\$3	11/23/2016		P		8,889		11/23/2016	11/30/2021	Common Stock	8,889	\$0	8,889	D	

Explanation of Responses:

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.

/s/ Robert F. Taglich

01/17/2019

** 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.

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