

Rettaliata Peter

Form 3

November 30, 2012

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Rettaliata Peter

(Last) (First) (Middle)

1479 NORTH CLINTON
AVENUE

(Street)

BAY SHORE, NY 11706

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/30/2012

3. Issuer Name and Ticker or Trading Symbol

AIR INDUSTRIES GROUP, INC. [AIRI]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

CEO & President

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

2,545

D

A

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options ⁽¹⁾	07/29/2010	07/29/2015	Common Stock	51,716	\$ 4.5	D	Â
Stock Options ⁽²⁾	09/26/2005	09/26/2015	Common Stock	375	\$ 88	D	Â
Stock Options ⁽²⁾	09/26/2005	09/26/2015	Common Stock	375	\$ 171.2	D	Â
Stock Options ⁽²⁾	09/26/2005	09/26/2015	Common Stock	375	\$ 190.8	D	Â
Stock Options ⁽²⁾	09/26/2005	09/26/2015	Common Stock	375	\$ 114	D	Â
Stock Options ⁽²⁾	04/11/2008	09/26/2015	Common Stock	1,200 ⁽³⁾	\$ 90	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rettaliata Peter 1479 NORTH CLINTON AVENUE BAY SHORE, NY 11706	Â X	Â	Â CEO & President	Â

Signatures

/s/ Peter D.
Rettaliata

11/30/2012

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Options granted pursuant to Air Industries Group Inc.'s 2010 Equity Incentive Plan.

(2) Options granted pursuant to Air Industries Group Inc.'s 2005 Stock Incentive Plan.

(3) Options to purchase an additional 150 shares vest on each of November 30, 2013 and November 30, 2014.

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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