

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

TECHPRECISION CORP

Form: 4

Date Filed: 2016-12-29

Corporate Issuer CIK: 1328792

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person Shen Alexander		2. Issuer Name and Ticker or Trading Symbol TECHPRECISION CORP [TPCS]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ CEO			
(Last) (First) (Middle) C/O TECHPRECISION CORPORATION, 992 OLD EAGLE SCHOOL ROAD, SUITE 909		3. Date of Earliest Transaction (Month/Day/Year) 12/27/2016					
(Street) WAYNE, PA 19087		4. If Amendment, Date 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			
(City) (State) (Zip)		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			

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

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. SEC 1474 (9-02)

**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy) ⁽¹⁾	\$ 0.5	12/27/2016		A	1,000,000	⁽²⁾	12/27/2027	Common Stock	1,000,000	\$ 0	1,000,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shen Alexander C/O TECHPRECISION CORPORATION 992 OLD EAGLE SCHOOL ROAD, SUITE 909 WAYNE, PA 19087			CEO	

Signatures

/s/ Alexander Shen	12/29/2016
Signature of Reporting 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) The options were granted pursuant to the Company's 2016 Equity Incentive Plan.
- (2) The options shall vest and become exercisable in two installments: 666,667 shares immediately on the date of the grant, and 333,333 shares on December 27, 2017.

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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CONFORMED SUBMISSION TYPE: 4
PUBLIC DOCUMENT COUNT: 1
CONFORMED PERIOD OF REPORT: 20161227
FILED AS OF DATE: 20161229
DATE AS OF CHANGE: 20161229

ISSUER:

COMPANY DATA:

COMPANY CONFORMED NAME: TECHPRECISION CORP
CENTRAL INDEX KEY: 0001328792
STANDARD INDUSTRIAL CLASSIFICATION: FABRICATED STRUCTURAL METAL PRODUCTS [3440]
IRS NUMBER: 000000000
STATE OF INCORPORATION: DE
FISCAL YEAR END: 0331

BUSINESS ADDRESS:

STREET 1: 1 BELLA DRIVE
CITY: WESTMINSTER
STATE: MA
ZIP: 01473
BUSINESS PHONE: 978-874-0591

MAIL ADDRESS:

STREET 1: 1 BELLA DRIVE
CITY: WESTMINSTER
STATE: MA
ZIP: 01473

FORMER COMPANY:

FORMER CONFORMED NAME: Techprecision CORP
DATE OF NAME CHANGE: 20060309

FORMER COMPANY:

FORMER CONFORMED NAME: LOUNSBERRY HOLDINGS II INC
DATE OF NAME CHANGE: 20050531

REPORTING-OWNER:

OWNER DATA:

COMPANY CONFORMED NAME: Shen Alexander
CENTRAL INDEX KEY: 0001612855

FILING VALUES:

FORM TYPE: 4
SEC ACT: 1934 Act
SEC FILE NUMBER: 000-51378
FILM NUMBER: 162074080

MAIL ADDRESS:

STREET 1: C/O TECHPRECISION CORPORATION
STREET 2: 3477 CORPORATE PARKWAY
CITY: CENTER VALLEY
STATE: PA
ZIP: 18034

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[Document 1 - file: edgar.html](#)

[Document 1 - RAW XML: edgar.xml](#)

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FORM 4

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