## Edgar Filing: Mistras Group, Inc. - Form 4

Mistras Grou	ıp, Inc.										
Form 4											
January 23, 2	2015										
FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB AF	OMB APPROVAL		
	UNITED	CURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					OMB Number:	3235-0287			
Check the						Expires:	January 31,				
if no long subject to		MENT OF C	HANGES IN	GES IN BENEFICIAL OWNERSHIP OF				2003			
Section 1		SECURITIES					Estimated average burden hours per				
Form 4 o	r							response 0.			
Form 5	Filed pu	rsuant to Sect	ion 16(a) of the	e Securit	ies E	xchang	e Act of 1934,				
obligation may cont		(a) of the Pub	lic Utility Hold	ling Con	npany	y Act of	1935 or Section	n			
See Instru		30(h) of t	the Investment	Compan	y Ac	t of 194	0				
1(b).				-							
(Print or Type I	Responses)										
	ddress of Reporting	g Person $\frac{*}{2}$ 2.	Issuer Name and				5. Relationship of Reporting Person(s) to				
Bertolotti D	ennis	Syr	nbol				Issuer				
	istras Group, Ir	tras Group, Inc. [MG]				(Check all applicable)					
(Last)	Date of Earliest Tr					)					
	onth/Day/Year)	h/Day/Year)			Director	10%	Owner				
C/O MISTR	AS GROUP, IN		/21/2015				$X_ Officer (give$		er (specify		
CLARKSV	ILLE ROAD						below) President	below) and COO, Serv	vices		
	(Street)	4 1	f American descent De								
	(Succi)			endment, Date Original			<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
	ed(Month/Day/Year	)									
PRINCETO	N JUNCTION,	NI 08550					Form filed by M				
TRIVELIO		113 00550					Person				
(City)	(State)	(Zip)	Table I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Da	1				5. Amount of	6. Ownership				
Security (Instr. 3)	(Month/Day/Year		tion Date, if Transaction(A) or Disposed of (D) $(D)$				Securities	Form: Direct			
(Instr. 5)		any (Month/Day/	Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)				Beneficially Owned	(D) or Beneficial Indirect (I) Ownership	Ownership		
		(Wondin Duy)	(instr. 0)				Following	(Instr. 4)	(Instr. 4)		
					$(\Lambda)$		Reported				
					(A) or		Transaction(s)				
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common	01/21/2015		S	2,500	D	\$	67,014	D			
Stock	01/21/2013		3	2,500	D	20.57	07,014	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date A y/Year) U So		le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
Bertolotti Dennis C/O MISTRAS GROUP, INC. 195 CLARKSVILLE ROAD PRINCETON JUNCTION, NJ 08550			President and COO, Services				
Signatures							
Michael C. Keefe, attorney-in-fact for Bertolotti	Dennis		01/23/2015				
<u>**</u> Signature of Reporting Person			Date				
Explanation of Respon	nses	ı					

## mon or nesponses. ۱.

\* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.