

TPI COMPOSITES, INC
Reported by
ANGELENO GROUP MANAGEMENT II, LLC

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 03/15/18 for the Period Ending 03/13/18

Address 8501 N SCOTTSDALE ROAD
GAINEY CENTER II, SUITE 100
SCOTTSDALE, AZ, 85253
Telephone 480-305-8910
CIK 0001455684
Symbol TPIC

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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

| | | |
|--|---|--|
| 1. Name and Address of Reporting Person * ANGELENO INVESTORS II L P (Last) (First) (Middle) 2029 CENTURY PARK EAST, SUITE 2980 (Street) LOS ANGELES, CA 90067 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol TPI COMPOSITES, INC [TPIC] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director <input checked="" type="checkbox"/> 10% Owner ___ Officer (give title below) ___ Other (specify below) |
| 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">3/13/2018</p> | | 6. Individual or Joint/Group Filing (Check Applicable Line) ___ Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |
| 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 | 3/13/2018 | | S | | 50426 | D | \$22.91 (1) | 3805423 | D (2) | |
| Common Stock | 3/14/2018 | | S | | 49574 | D | \$22.56 (3) | 3755849 | D (2) | |
| Common Stock | 3/15/2018 | | S | | 100000 | D | \$22.35 (4) | 3655849 | D (2) | |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 | | 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 of Derivative Security: 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 | | | | |

Explanation of Responses:

- (1) This transaction was executed in multiple trades at prices ranging from \$22.80 to \$23.11. The price reported above reflects the weighted average price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) These securities are held directly by Angeleno Investors II, L.P. Angeleno Group Management II, LLC is the General Partner of Angeleno Investors II, L.P. and Angeleno Group, LLC is the Managing Member of Angeleno Group Management II, LLC. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended, except to the extent of its pecuniary interest therein, if any.
- (3) This transaction was executed in multiple trades at prices ranging from \$22.50 to \$22.90. The price reported above reflects the weighted average price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.
- (4) This transaction was executed in multiple trades at prices ranging from \$22.11 to \$22.83. The price reported above reflects the weighted average price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the transaction was effected.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ANGELENO INVESTORS II L P 2029 CENTURY PARK EAST SUITE 2980 LOS ANGELES, CA 90067 | | X | | |
| ANGELENO GROUP MANAGEMENT II, LLC | | | | |

| | | | | |
|--|--|---|--|--|
| 2029 CENTURY PARK EAST SUITE 2980 LOS ANGELES, CA 90067 | | X | | |
| ANGELENO GROUP, LLC 2029 CENTURY PARK EAST SUITE 2980 LOS ANGELES, CA 90067 | | X | | |

Signatures

/s/ Steven G. Fishbach, Attorney-in-Fact for Angeleno Investors II, L.P.

3/15/2018

**Signature of Reporting Person

Date

/s/ Steven G. Fishbach, Attorney-in-Fact for Angeleno Group Management II, LLC

3/15/2018

**Signature of Reporting Person

Date

/s/ Steven G. Fishbach, Attorney-in-Fact for Angeleno Group, LLC

3/15/2018

**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.

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.