

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

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 07/29/16 for the Period Ending 07/27/16

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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

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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 *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
ANGELENO INVESTORS II L P			TPI COMPOSITES, INC [TPIC]			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
2029 CENTURY PARK EAST, SUITE 2980			7/27/2016					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
LOS ANGELES, CA 90067						<input type="checkbox"/> Form filed by One Reporting Person <input checked="" 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. 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	7/27/2016		C		4855470 (1)	A	(1)	4855470	D (2)	
Common Stock	7/27/2016		P		272727 (3)	A	(3)	5128197	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				
Series A Convertible Preferred Stock	(4)	7/27/2016		C		1192.517		(4)	(4)	Common Stock	1501455	\$0.00	0	D (2)	
Series B Convertible Preferred Stock	(5)	7/27/2016		C		180.7215		(5)	(5)	Common Stock	231846	\$0.00	0	D (2)	
Series B-1 Convertible Preferred Stock	(6)	7/27/2016		C		194.312		(6)	(6)	Common Stock	351460	\$0.00	0	D (2)	
Series C Convertible Preferred Stock	(7)	7/27/2016		C		1226.54		(7)	(7)	Common Stock	1449049	\$0.00	0	D (2)	
Senior Redeemable Preferred Stock	(8)	7/27/2016		C		170		(8)	(8)	Common Stock	809123	\$0.00	0	D (2)	
Super Senior Redeemable Preferred Stock	(9)	7/27/2016		C		85		(9)	(9)	Common Stock	404562	\$0.00	0	D (2)	
Subordinated Convertible Promissory Note	(10)	7/27/2016		C		107975		(10)	(10)	Common Stock	107975	\$11.00	0	D (2)	

Explanation of Responses:

- This transaction represents the total number of shares of Common Stock of the Issuer (the "Issuer Common Stock") received upon the conversion of the Issuer's Series A Convertible Preferred Stock (the "Series A Shares"), Series B Convertible Preferred Stock (the "Series B Shares"), Series B-1 Convertible Preferred Stock (the "Series B-1 Shares"), Series C Convertible Preferred Stock (the "Series C Shares"), Senior Redeemable Preferred Stock (the "Senior Shares") and Super Senior Redeemable Preferred Stock (the "Super Senior Shares"). The Series A Shares, Series B Shares, Series B-1 Shares, Series C Shares, Senior Shares and Super Senior Shares are collectively referred to herein as the "Preferred Shares".
- These shares 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 (the "Exchange Act")

except to the extent of its pecuniary interest therein, if any.

- (3) These securities were purchased in the initial public offering of the Issuer.
- (4) The Series A Shares automatically converted into Issuer Common stock on an approximately 1,259.06-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Series A Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (5) The Series B Shares automatically converted into Issuer Common stock on an approximately 1,282.90-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Series B Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (6) The Series B-1 Shares automatically converted into Issuer Common stock on an approximately 1,808.75-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Series B-1 Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (7) The Series C Shares automatically converted into Issuer Common stock on an approximately 1,181.41-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Series C Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (8) The Senior Shares automatically converted into Issuer Common stock on an approximately 4,759.60-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Senior Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (9) The Super Senior Shares automatically converted into Issuer Common stock on an approximately 4,759.60-for-1 basis upon the closing of the initial public offering of the Issuer without payment or further consideration. The Super Senior Shares were convertible at any time at the election of the Reporting Person and had no expiration date.
- (10) These securities automatically converted into Issuer Common stock upon the closing of the initial public offering of the Issuer without payment or further consideration. These securities converted at a price of \$11.00 per share.

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.

7/29/2016

**Signature of Reporting Person

Date

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

7/29/2016

**Signature of Reporting Person

Date

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

7/29/2016

**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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