

TPI COMPOSITES, INC Reported by GE VENTURES LTD

FORM 4

(Statement of Changes in Beneficial Ownership)

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

- Address 8501 N SCOTTSDALE ROAD GAINEY CENTER II, SUITE 100
 - SCOTTSDALE, AZ, 85253
- Telephone 480-305-8910
 - CIK 0001455684
 - Symbol TPIC
- SIC Code 3600 Electronic and Other Electrical Equipment (No Computer Equipment)
- Industry Industrial Conglomerates
 - Sector Industrials

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

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

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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				
1 0		(Check all applicable)				
GENERAL ELECTRIC CO	TPI COMPOSITES, INC [TPIC]					
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	DirectorX10% Owner				
() (())		Officer (give title below) Other (specify below)				
3135 EASTON TURNPIKE,	7/27/2016					
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)				
FAIRFIELD, CT 06828 (City) (State) (Zip)		Form filed by One Reporting Person X Form filed by More than One Reporting Person				

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

	-		-					U		
1.Title of Security	2. Trans. Date	2A. Deemed	3. Trans. Code		4. Securities Acquired (A)		d (A)	5. Amount of Securities Beneficially Owned	6.	7. Nature
(Instr. 3)		Execution	(Instr. 8)		or Disposed of (D)			Following Reported Transaction(s)	Ownership	of Indirect
		Date, if any			(Instr. 3, 4 and 5)			(Instr. 3 and 4)	Form:	Beneficial
									Direct (D)	Ownership
									or Indirect	(Instr. 4)
						(A) or			(I) (Instr.	
			Code	V	Amount	(D)	Price		4)	
Common Stock	7/27/2016		C		2843664	4	(2)	2843664	т	Note (1)
Common Stock	1/2//2010		C		<u>(2)</u>	А		2013004		1000 (1)

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	3. Trans. Date	4. Trans. Code (Instr. 8)				1		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			derivative Securities Beneficially		11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security		Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Series B Convertible Preferred Stock	<u>(3)</u>	7/27/2016	С			1715.1869	<u>(3)</u>	<u>(3)</u>	Common Stock	2200383	\$0	0	I	Note (1)
Series B-1 Convertible Preferred Stock	<u>(4)</u>	7/27/2016	С			171.452	<u>(4)</u>	<u>(4)</u>	Common Stock	310113	\$0	0	I	Note (1)
Senior Redeemable Preferred Stock	<u>(5)</u>	7/27/2016	С			60	<u>(5)</u>	<u>(5)</u>	Common Stock	285573	\$0	0	I	Note (1)
Super Senior Redeemable Preferred Stock	<u>(6)</u>	7/27/2016	С			10	<u>(6)</u>	<u>(6)</u>	Common Stock	47595	\$0	0	I	Note (1)

Explanation of Responses:

- (1) Directly owned by GE Ventures Limited, which is a wholly-owned subsidiary of General Electric Company ("General Electric"). General Electric disclaims beneficial ownership of the securities of the Issuer held by GE Ventures Limited, except to the extent of its pecuniary interest, and the filing of this Form shall not be deemed an admission that General Electric is the beneficial owner of any equity securities of the Issuer for purposes of Section 16 or any other purpose.
- (2) 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 B Convertible Preferred Stock (the "Series B Shares"), Series B-1 Convertible Preferred Stock (the "Series B-1 Shares"), Senior Redeemable Preferred Stock (the "Senior Shares") and Super Senior Redeemable Preferred Stock (the "Super Senior Shares"). The Series B Shares, Series B-1 Shares, Senior Shares and Super Senior Shares are collectively referred to herein as the "Preferred Shares".
- (3) 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.
- (4) 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.
- (5) 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.

(6) 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.

Remarks:

Exhibit 99.1 - Joint Filer Information, incorporated herein by reference.

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner Ivanie / Address	Director	10% Owner	Officer	Other			
GENERAL ELECTRIC CO							
3135 EASTON TURNPIKE		Х					
FAIRFIELD, CT 06828							
GE Ventures Ltd							
3220 AVIATION HOUSE		x					
WESTPARK		Λ					
SHANNON, COUNTY CLARE, L2 00000							

Signatures

/s/ Barbara Lane, Attorney-in-fact/General Electric Company 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.

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.

Joint Filer Information

GE Ventures Limited
3220 Aviation House, Westpark Shannon, County Clare, Ireland
10% Owner
TPI Composites, Inc. (TPIC)
7/27/2016
General Electric Company

By:/s/ Kelly Warrick

Name: Kelly Warrick Title: Attorney-in-fact

<u>July 29, 2016</u> Date