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

AMENDMENT NO. 1 TO SCHEDULE 13G

Under the Securities Exchange Act of 1934

Cemtrex, Inc.

(Name of Issuer)

Common Shares, par value \$0.001 per share (Title of Class of Securities)

<u>15130G600</u> (CUSIP Number)

December 11, 2019

(Date of Event, which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- □ Rule 13d-1(b)
- Rule 13d-1(c)
- ☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information, which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act out shall be subject to all other provisions of the Act, (however, see the Notes).

1.	Names of Reporting Persons.					
	I.R.S. Identification Nos. of above persons (entities only)					
				YA II PN, Ltd.		
	CI 1 1		' . B 'C M 1 C C	(98-0615462)		
2.	Check th	e Appro	opriate Box if a Member of a Gro	up (See Instructions)		
	(b) \Box					
3.	SEC Use	Only				
4.	Citizensh	nip or P	lace of Organization: Cayman Is	lands		
Number of		5.	Sole Voting Power:	0		
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*		
Each Reporting Person With		7.	Sole Dispositive Power:	0		
		8.	Shared Dispositive Power:	Less than 5%*		
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*		
10.	Check if	the Ag	gregate Amount in Row (9) Exclu	ides Certain Shares (See Instructions)		
11.	11. Percentage of Class Represented by Amount in Row (9): Less than 5%*					
12.	12. Type of Reporting Person (See Instructions): OO					
* Calculations a SEC filing.	re based o	n Cem	trex's outstanding Common Stoc	k of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a		

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				YA Global Investments II (U.S.), LP	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) ⊠ (b) □				
3.	SEC Use	Only			
4.	Citizensl	nip or P	lace of Organization: Delaware		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With		7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*	
10.	D. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) □				
11.	Percentage of Class Represented by Amount in Row (9): Less than 5%				
12.	Type of 1	Reporti	ng Person (See Instructions): O	0	
* Calculations a SEC filing.	re based o	n Cemt	rex's outstanding Common Stock	of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				YAII GP, LP	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) ☑ (b) □				
3.	SEC Use	Only			
4.	Citizensh	ip or P	ace of Organization: Delaware		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With	go	7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggregat	e Amoi	unt Beneficially Owned by Each I	Reporting Person: Less than 5%*	
10.	10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) □				
11.	11. Percentage of Class Represented by Amount in Row (9): Less than 5%				
12.	Type of l	Reportii	ng Person (See Instructions): O	0	
* Calculations a SEC filing.	re based o	n Cem	trex's outstanding Common Stock	k of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				Yorkville Advisors GP, LLC	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) ☒ (b) □				
3.	SEC Use	Only			
4.	Citizensl	nip or P	lace of Organization: Delaware		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With		7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*	
10.	Check if	the Ag	gregate Amount in Row (9) Exclu	ides Certain Shares (See Instructions)	
11. Percentage of Class Represented by Amount in Row (9): Less than 5%					
12.	12. Type of Reporting Person (See Instructions): OO				
* Calculations as SEC filing.	re based o	n Cem	trex's outstanding Common Stoc	k of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				Yorkville Advisors Global, LP	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) ☒ (b) □				
3.	SEC Use	Only			
4.	Citizensl	nip or P	lace of Organization: Delaware		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With		7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*	
10.	Check if	the Ag	gregate Amount in Row (9) Exclu	ades Certain Shares (See Instructions)	
11. Percentage of Class Represented by Amount in Row (9): Less than 5%					
12.	12. Type of Reporting Person (See Instructions): OO				
* Calculations a SEC filing.	re based o	n Cemt	rex's outstanding Common Stock	k of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				Yorkville Advisors Global II, LLC	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) ☑ (b) □				
3.	SEC Use	Only			
4.	Citizensl	nip or P	lace of Organization: Delaware		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With		7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*	
10.	Check if	the Agg	gregate Amount in Row (9) Exclu	ides Certain Shares (See Instructions)	
11.	11. Percentage of Class Represented by Amount in Row (9): Less than 5%				
12.	12. Type of Reporting Person (See Instructions): OO				
* Calculations a SEC filing.	re based o	n Cemt	rex's outstanding Common Stock	c of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a	

1.	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)				
				Matthew Beckman	
2.	Check the Appropriate Box if a Member of a Group (See Instructions) (a) □ (b) □				
3.	SEC Use	Only			
4.	Citizensl	nip or P	lace of Organization: U.S.A.		
Number of		5.	Sole Voting Power:	0	
Shares Beneficially Owned by		6	Shared Voting Power:	Less than 5%*	
Each Reporting Person With		7.	Sole Dispositive Power:	0	
		8.	Shared Dispositive Power:	Less than 5%*	
9.	Aggrega	te Amo	unt Beneficially Owned by Each	Reporting Person: Less than 5%*	
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) □					
11. Percentage of Class Represented by Amount in Row (9): Less than 5%					
12.	12. Type of Reporting Person (See Instructions): OO				
* Calculations are based on Cemtrex's outstanding Common Stock of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a SEC filing.					

Item 1.

- (a) Name of Issuer: Cemtrex, Inc.
- (b) Address of Issuer's Principal Executive Offices

276 Greenpoint Avenue, 2nd Floor

Brooklyn, NY 11101

Item 2. Identity and Background.

- Name of Person Filing YA II PN, Ltd.
- (b) Address of Principal Executive Office or, if none, Residence of Reporting Persons:

1012 Springfield Ave. Mountainside, NJ 07092

- (c) Citizenship: Cayman Islands
- (d) Title of Class of Securities: Common Shares, par value \$0.001 per share
- (e) **CUSIP Number:** 15130G600

Item 3. If the statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is:

(a)		Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
(b)		Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
(c)		Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
(d)		Investment company registered under section 8 of the Investment Company Act of 1940 (15 of the Act (15 U.S.C. 780);
(e)		An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
(f)		An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
(g)		A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
(h)		A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
(i)		A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
(j)		A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J); or
(k)	X	Group, in accordance with 240.13d(b)(1)(ii)(K).

Item 4. **Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: Less than 5%
- (b) Percentage of Class: Less than 5%*
- (c) Number of shares as to which the person has:
 - (i) Sole Power to vote or to direct the vote: 0

Group, in accordance with 240.13d(b)(1)(ii)(K).

- Shared power to vote or to direct the vote: Less than 5%* (ii)
- (iii) Sole power to dispose or to direct the disposition: $\underline{0}$
- (iv) Shared power to dispose or to direct the disposition: Less than 5%*

* Calculations are based on Cemtrex's outstanding Common Stock of 5,415,352 shares as of January 24, 2020, the most recent date the Issuer reported such information in a SEC filing.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following \Box .

Item 6. Ownership of more than five percent on Behalf of Another Person

The reporting persons directly or indirectly own an aggregate of less than 5% of Common Stock of Cemtrex, Inc. ("Cemtrex") as of the date of this filing.

Direct beneficial ownership of such Common Stock by the reporting persons is as follows (and therefore excludes any Common Stock indirectly held by such person or any securities, such as warrants, which may be exercised or converted into Common Stock of Cemtrex):

- · YA II PN, Ltd. Less than 5%
- · YA Global Investments II (U.S.), LP 0
- · Yorkville Advisors Global, LP 0
- · Yorkville Advisors Global II, LLC 0
- · YAII GP, LP 0
- · Yorkville Advisors GP, LLC 0
- · Matthew Beckman 0

In addition to the direct beneficial ownership set forth above, each reporting person is also deemed to be theindirect beneficial owner of less than 5% shares of Common Stock Solely for purposes of this filing, all of the reporting persons are deemed to be affiliated parties and therefore any shares of Common Stock beneficially owned by one reporting person are deemed to be held by all other reporting persons.

Below is a description of the relationship among the reporting persons:

YA II is beneficially owned by YA Global Investments II (U.S.), LP (the "YA Feeder"). Yorkville Advisors Global, LP (the "YA Advisor") is the investment manager to YA II. Yorkville Advisors Global II, LLC (the "YA Advisor GP") is the general partner to the YA Advisor. YAII GP, LP (the "YA GP") is the general partner to the YA Feeder. Yorkville Advisors GP, LLC (the "Yorkville GP") is the general partner to the YA GP. Matthew Beckman makes the investment decisions on behalf of YA II. Accordingly, each of YA II, YA Feeder, the YA Advisor, the YA Advisor GP, the YA GP, the Yorkville GP and Matthew Beckman may be deemed affiliates and therefore may be deemed to beneficially own the same number of shares of Common Stock.

For purposes of this filing, each of the reporting persons is deemed an affiliate of each other reporting person.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Not Applicable

Item 8. <u>Identification and Classification of Member Group</u>

See Item 6.

Item 9. Notice of Dissolution of Group

Not Applicable

Item 10. <u>Certification</u>

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as participant in any transaction having that purpose or effect.

Additional Information:

Each Reporting Person disclaims beneficial ownership of any securities beneficially owned by each other Reporting Person, and its report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of these securities for the purpose of Section 16 or for any other purpose.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement in true, complete and correct.

REPORTING PERSON:

YA	П	PN,	Ltd.
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By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020 Troy J. Rillo, Esq.

Chief Compliance Officer

YA Global Investments II (U.S.), Ltd.

By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020

Troy J. Rillo, Esq. Chief Compliance Officer

Yorkville Advisors Global, LP

By: Yorkville Advisors Global, LLC

Its: General Partner

By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020

Troy J. Rillo, Esq. Chief Compliance Officer

Yorkville Advisors Global II, LLC

By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020

Troy J. Rillo, Esq. Chief Compliance Officer

YAII GP, LP

By: Yorkville Advisors GP, LLC

Its: General Partner

By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020

Troy J. Rillo, Esq. Chief Compliance Officer

Yorkville Advisors GP, LLC

By: /s/ Troy J. Rillo, Esq. Date: 2/12/2020

Troy J. Rillo, Esq. Chief Compliance Officer

/s/ Matthew Beckman Date: 2/12/2020

Matthew Beckman

EXHIBIT 99.1

JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G with respect to the equity securities of Cemtrex, Inc. is, and any amendment thereto signed by each of the undersigned shall be, filed on behalf of each of the undersigned pursuant to and in accordance with the provisions of Rule 13d-1(k) promulgated under the Securities Exchange Act of 1934, as amended. The undersigned hereby further agree that this Joint Filing Agreement be included as an exhibit to such statement and any such amendment. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others. This Joint Filing Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

Dated:	2/12/2020						
YA II F	PN, Ltd.						
By:	/s/ Troy J. Rillo, Esq. Troy J. Rillo, Esq. Chief Compliance Officer	Date:	2/12/2020				
YA Glo	bal Investments II (U.S.), Ltd.						
By:	/s/ Troy J. Rillo, Esq. Troy J. Rillo, Esq. Chief Compliance Officer	Date:	2/12/2020				
Yorkvil	le Advisors Global, LP						
	kville Advisors Global, LLC neral Partner						
Ву:	/s/ Troy J. Rillo, Esq. Troy J. Rillo, Esq. Chief Compliance Officer	Date:	2/12/2020				
Yorkville Advisors Global II, LLC							
Ву:	/s/ Troy J. Rillo, Esq. Troy J. Rillo, Esq. Chief Compliance Officer	Date:	2/12/2020				

YAII GP, LP

By: Yorkville Advisors GP, LLC Its: General Partner

By: /s/ Troy J. Rillo, Esq.
Chief Compliance Officer

Yorkville Advisors GP, LLC

By: /s/ Troy J. Rillo, Esq.
Troy J. Rillo, Esq.
Chief Compliance Officer

Date: 2/12/2020

Date: 2/12/2020

Date: 2/12/2020

Date: 2/12/2020