

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 * <u>GOVIL SAAGAR</u>  (Last) (First) (Middle) <u>19 ENGINEERS LANE</u>  (Street) <u>FARMINGDALE NY 11735</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CEMTREX INC [ CETX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Chairman, CEO and President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/28/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 <sup>(2)</sup>	02/28/2013		P		1,667	A	\$0.77	1,339,555	D	
Common Stock <sup>(2)</sup>	06/25/2014		P		350	A	\$5.96	1,339,905	D	
Common Stock <sup>(2)</sup>	04/07/2015		P		17	A	\$2.85	1,339,922	D	
Common Stock	05/12/2015		P		50	A	\$3.9	1,339,972	D	
Common Stock	02/27/2017		P		1,000	A	\$3.8	1,340,972	D	
Common Stock	02/28/2017		P		1,000	A	\$3.71	1,341,972	D	
Common Stock	02/28/2017		P		3,000	A	\$3.72	1,344,972	D	
Common Stock	02/28/2017		P		1,000	A	\$3.7	1,345,972	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Common Stock Options <sup>(1)</sup>	\$1.7	02/12/2016		A		200,000		(I)	02/12/2022	Common Stock	200,000	\$1.7	200,000	D	
Common Stock Options <sup>(1)</sup>	\$4.24	12/05/2016		A		200,000		(I)	12/05/2022	Common Stock	200,000	\$4.24	200,000	D	

## Explanation of Responses:

- Options vest 50% one year from date of grant and remaining 50% two years from date of grant.
- On April 15, 2015 a 6 for 1 reverse stock split was made effective for Cemtrex, Inc. common stock. All share amounts and per share pricing have been adjusted to reflect this reverse stock split.

/s/ Saagar Govil

03/06/2017

\*\* 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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