

TPI COMPOSITES, INC
Form 3
July 21, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â GENERAL ELECTRIC CO
(Last) (First) (Middle)

2. Date of Event Requiring Statement
(Month/Day/Year)
07/21/2016

3. Issuer Name and Ticker or Trading Symbol
TPI COMPOSITES, INC [TPIC]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

3135 EASTON TURNPIKE,Â
(Street)

FAIRFIELD,Â CTÂ 06828

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Expiration
Exercisable Date

Title

Amount or Number of Shares

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Series B Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	2,199,548	\$ (2)	I	Note (1)
Series B-1 Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	310,113	\$ (2)	I	Note (1)
Senior Redeemable Preferred Stock	Â (2)	Â (2)	Common Stock	285,573	\$ (2)	I	Note (1)
Super Senior Redeemable Preferred Stock	Â (2)	Â (2)	Common Stock	47,595	\$ (2)	I	Note (1)
Series B Warrants	Â (3)	Â (3)	Series B Convertible Preferred Stock	1.7145	\$ 8,748.81	I	Note (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GENERAL ELECTRIC CO 3135 EASTON TURNPIKE FAIRFIELD,Â CTÂ 06828	Â	Â X	Â	Â
GE Ventures Ltd 3220 AVIATION HOUSE WESTPARK SHANNON, COUNTY CLARE,Â L2Â 00000	Â	Â X	Â	Â

Signatures

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

07/21/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (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) These securities are convertible at any time into shares of the Issuer's Common Stock at the holder's election and automatically convert, upon the closing of the Issuer's initial public offering, into the number of shares of Common Stock shown in column 3 above. These securities do not have an expiration date.
- (3) These securities are exercisable for Series B Convertible Preferred Stock and are deemed automatically exercised immediately prior to the closing of the Issuer's initial underwritten public offering of Common Stock pursuant to a registration statement on Form S-1, which public offering has been declared effective by the SEC. These securities are exercisable for a period ending upon the earliest to occur of (i) seven years after the effective date, (ii) the date of the Issuer's initial public offering, or (iii) the date of a merger event, in each case, as defined therein.

^

Remarks:

Exhibit^ 24.1^ -^ Power^ of^ Attorney^ (General^ Electric)^ and^ Exhibit^ 99.1^ -^ Joint^ Filer^ Information,^ each

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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