SEC Form 3

FORM 3

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

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## INITIAL STATEMENT OF 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 <sup>*</sup> Mastrogiannis Panagiotis			2. Date of Event Requiring Statement (Month/Day/Year) 04/03/2015		3. Issuer Name and Ticker or Trading Symbol SPAR GROUP INC [SGRP]					
(Last) (First) (Middle)					4. Relationship of Reporting Person(s) to Issue (Check all applicable)		er 5. If Amendment, Date of Original Filed (Month/Day/Year)			
C/O SPAR GROUP, INC. 333 WESTCHESTER AVE, SOUTH BLDG, STE 204					Director X Officer (give title below) Chief Information	10% Own Other (spe below) Officer	ecify App	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
(Street) WHITE NY 10604 PLAINS						Form filed by More than One Reporting Person				
(City)	ty) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned										
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownersh Form: Direct or Indirect (Instr. 5)	ct (D) (Instr	ature of Indirect Beneficial Ownership r. 5)		
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)										
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable ar Expiration Date (Month/Day/Year)		d 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Option to buy Common Stock		(1)	08/07/2024	Common Stock, \$.01 par value	5,000	(1)	D			
Option to buy Common Stock		08/06/2014	08/06/2023	Common Stock, \$.01 par value	15,000	2.14	D			
Option to buy Common Stock		08/01/2013	08/01/2022	2 Common Stock, \$.01 par value	10,000	1.09	D			
Option to buy Common Stock		08/04/2012	08/04/2021	Common Stock, \$.01 par value	10,000	1.23	D			
Option to buy Common Stock		08/05/2011	08/05/2020	Common Stock, \$.01 par value	10,000	1	D			
Option to buy Common Stock		08/06/2010	08/06/2019	Common Stock, \$.01 par value	68,250	0.4	D			

Explanation of Responses:

1. On August 7, 2014, the Reporting Person received a restricted stock award for 5,000 shares of SGRP's common stock, which had a market price of \$1.42 per share on the day awarded. 1,250 of those shares will vest and become unrestricted on each of August 7, 2015, 2016, 2017 and 2018, subject to certain conditions, but no exercise price or other payment for such shares is required.

> /s/ Panagiotis Mastrogiannis 04/07/2015

\*\* 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 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).

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 Number.

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