

# FORM 4

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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

(Print or Type Responses)

1. Name and Address of Reporting Person * Galvin Paul M.	2. Issuer Name and Ticker or Trading Symbol SG BLOCKS, INC. [SGBX***]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO
(Last) (First) (Middle) C/O SG BLOCKS, INC., 195 MONTAGUE STREET	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2016	
(Street) BROOKLYN, NY 11201	4. If Amendment, Date Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>	

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	06/30/2016		J(1)		30,432(2)	A	\$ 0	30,432	I(2)	By Tag Partners, LLC

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

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### 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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (right to buy)	\$ 1(3)	11/01/2016		A(4)		40,000	(5)	10/31/2026	Common Stock	40,000	\$ 0	40,000	D	
Stock Options (right to buy)	\$ 0.01(6)	11/01/2016		A(7)		294,819	(8)	10/31/2026	Common Stock	294,819	\$ 0	294,819	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Galvin Paul M. C/O SG BLOCKS, INC. 195 MONTAGUE STREET BROOKLYN, NY 11201	X		CEO	

## Signatures

/s/ Paul M. Galvin 11/03/2016  
Signature of Reporting Person Date

## Explanation of Responses:

\* 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).

These securities were acquired pursuant to the Issuer's Amended Plan of Reorganization, approved by the U.S. Bankruptcy Court for the Southern District of New York on May 23, 2016 (the "Plan").

(1) Shares are held by Tag Partners, LLC, of which Paul Galvin is a managing member and in which he has a controlling interest. As a result, Mr. Galvin may be deemed to beneficially own the shares of common stock owned by Tag Partners, LLC. Mr. Galvin specifically disclaims beneficial ownership of the shares of common stock held by Tag Partners, LLC.

except to the extent of his pecuniary interest therein, and this filing shall not be deemed to be an admission that Mr. Galvin is the beneficial owner of such shares of common stock.

- (3) The options are exercisable at the greater of \$1.00 and fair market value, which will be determined within 90 days of the date of grant.
- (4) The options were issued pursuant to the Issuer's Stock Option Plan.
- (5) The options vest, subject to the Reporting Person's continued role as a director, in equal installments of 10,000 shares of underlying common stock on the last day of each fiscal quarter following the date of grant until the options are 100% vested.
- (6) The options are exercisable at the greater of \$0.01 and fair market value, which will be determined within 90 days of the date of grant.
- (7) The options were issued pursuant to the Plan under the Issuer's Stock Option Plan.
- (8) 131,031 of the underlying shares have vested as of the date of grant and 54,596 underlying shares vest, subject to the Reporting Person's continued employment, on each of the first, second and third anniversary of the date of grant.

**Remarks:**

\*\*\* The Issuer currently intends to apply for quotation or listing under this symbol in the future.

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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