

India Globalization Capital, Inc.  
Form 5  
May 12, 2016

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0362  
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2005  
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1. Name and Address of Reporting Person \*  
PRINS RICHARD K

(Last) (First) (Middle)

PO BOX 60642

(Street)

POTOMAC, MD 20859

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
India Globalization Capital, Inc.  
[IGC]

3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
03/31/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common stock	10/30/2015	Â	G	2,000	D \$ 0 234,000	D	Â
Common stock	11/06/2015	Â	G	2,000	D \$ 0 232,000	D	Â
Common stock	11/13/2015	Â	G	2,000	D \$ 0 230,000	D	Â
Common stock	11/20/2015	Â	G	2,000	D \$ 0 228,000	D	Â

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Common stock	11/27/2015	Â	G	2,000	D	\$ 0	226,000	D	Â
Common stock	12/04/2015	Â	G	2,000	D	\$ 0	224,000	D	Â
Common stock	12/11/2015	Â	G	2,000	D	\$ 0	222,000	D	Â
Common stock	12/18/2015	Â	G	2,000	D	\$ 0	220,000	D	Â
Common stock	12/28/2015	Â	G	2,000	D	\$ 0	218,000	D	Â
Common stock	01/08/2016	Â	G	2,000	D	\$ 0	216,000	D	Â
Common stock	01/15/2016	Â	G	2,000	D	\$ 0	214,000	D	Â
Common stock	01/22/2016	Â	G	2,000	D	\$ 0	212,000	D	Â
Common stock	01/29/2016	Â	G	2,000	D	\$ 0	210,000	D	Â
Common stock	02/05/2016	Â	G	2,000	D	\$ 0	208,000	D	Â
Common stock	02/12/2016	Â	G	2,000	D	\$ 0	206,000	D	Â
Common stock	02/19/2016	Â	G	2,000	D	\$ 0	204,000	D	Â
Common stock	02/26/2016	Â	G	2,000	D	\$ 0	202,000	D	Â
Common stock	03/07/2016	Â	G	2,000	D	\$ 0	200,000	D	Â
Common stock	03/11/2016	Â	G	2,000	D	\$ 0	198,000	D	Â
Common stock	03/18/2016	Â	G	2,000	D	\$ 0	196,000	D	Â
Common stock	03/29/2016	Â	G	2,000	D	\$ 0	194,000	D	Â
Common stock	03/31/2016	Â	A	<u>125,000</u> <sup>(1)</sup>	D	\$ 0	319,000	D	Â

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

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SEC 2270  
(9-02)

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

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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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRINS RICHARD K PO BOX 60642 POTOMAC, MD 20859	X	^	^	^

## Signatures

/s/ Richard Prins                      05/12/2016

\_\_\_\_\_  
\*\*Signature of                      Date  
Reporting Person

## 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).

(1) Represents shares of Common Stock awarded pursuant to the Issuer's 2008 Omnibus Incentive Plan.

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