

India Globalization Capital, Inc.
 Form 4
 December 20, 2016

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, 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 *
PRINS RICHARD K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/16/2016

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

PO BOX 60642

(Street)

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

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

POTOMAC, MD 20859

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price			
Common stock	04/04/2016		G	V	2,000	\$ 0	315,000	D
Common stock	04/08/2016		G	V	2,000	\$ 0	313,000	D
Common stock	04/15/2016		G	V	2,000	\$ 0	311,000	D
Common stock	04/22/2016		G	V	2,000	\$ 0	309,000	D
Common stock	04/29/2016		G	V	2,000	\$ 0	307,000	D

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Common stock	05/06/2016	G	V	2,000	D	\$ 0	305,000	D
Common stock	05/13/2016	G	V	2,000	D	\$ 0	303,000	D
Common stock	05/20/2016	G	V	2,000	D	\$ 0	301,000	D
Common stock	05/27/2016	G	V	2,000	D	\$ 0	299,000	D
Common stock	06/03/2016	G	V	2,000	D	\$ 0	297,000	D
Common stock	06/10/2016	G	V	2,000	D	\$ 0	295,000	D
Common stock	06/17/2016	G	V	8,000	D	\$ 0	287,000	D
Common stock	07/08/2016	G	V	2,000	D	\$ 0	285,000	D
Common stock	07/15/2016	G	V	2,000	D	\$ 0	283,000	D
Common stock	07/22/2016	G	V	2,000	D	\$ 0	281,000	D
Common stock	07/29/2016	G	V	2,000	D	\$ 0	279,000	D
Common stock	08/05/2016	G	V	2,000	D	\$ 0	277,000	D
Common stock	08/12/2016	G	V	2,000	D	\$ 0	275,000	D
Common stock	08/19/2016	G	V	2,000	D	\$ 0	273,000	D
Common stock	08/26/2016	G	V	2,000	D	\$ 0	271,000	D
Common stock	09/02/2016	G	V	2,000	D	\$ 0	269,000	D
Common stock	09/09/2016	G	V	2,000	D	\$ 0	267,000	D
Common stock	09/16/2016	G	V	2,000	D	\$ 0	265,000	D
Common stock	09/23/2016	G	V	2,000	D	\$ 0	263,000	D
Common stock	09/30/2016	G	V	2,000	D	\$ 0	261,000	D
	10/07/2016	G	V	2,000	D	\$ 0	259,000	D

Common stock									
Common stock	10/14/2016		G	V	2,000	D	\$ 0	257,000	D
Common stock	10/21/2016		G	V	2,000	D	\$ 0	255,000	D
Common stock	10/28/2016		G	V	2,000	D	\$ 0	253,000	D
Common stock	11/04/2016		G	V	2,000	D	\$ 0	251,000	D

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 Owned Beneficially (Instr. 5)
				Code	V (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 12/20/2016
 **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).

Remarks:

THIS FORM 4 IS CONTINUED ON THE FORM 4 FILED IMMEDIATELY AFTER THIS FORM 4. THE FILINGS WERE

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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