Watzinger Gerhard
Form 4
November 06, 2018

FORM 4

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

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

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

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Watzinger Gerhard

(Last) (First) (Middle)

C/O MASTECH DIGITAL, INC., 1305 CHERRINGTON PARKWAY, BLDG 210, STE

(Street)

MOON TOWNSHIP, PA 15108

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Mastech Digital, Inc. [MHH]

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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	11/02/2018		M		3,000	A	$ 1.18	28,684 (1)	D	
Common Stock	11/02/2018		S		3,000	D	$ 6.68	25,684 (1)	D	
Common Stock	11/05/2018		M		3,000	A	$ 1.18	28,684 (1)	D	
Common Stock	11/05/2018		S		3,000	D	$ 6.42	25,684 (1)	D	
Common Stock	11/06/2018		M		2,750	A	$ 1.18	28,434 (1)	D	

Common Stock	11/06/2018		S		2,750	D	$ 6.37	28,684 (1)	D

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

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 control number.

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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 D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option	$ 1.18	11/02/2018		M			3,000	(2)	12/09/2018	Common Stock	3,000	
Employee Stock Option	$ 1.18	11/05/2018		M			3,000	(2)	12/09/2018	Common Stock	3,000	
Employee Stock Option	$ 1.18	11/06/2018		M			2,750	(2)	12/09/2018	Common Stock	2,750	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Watzinger Gerhard C/O MASTECH DIGITAL, INC. 1305 CHERRINGTON PARKWAY, BLDG 210, STE MOON TOWNSHIP, PA 15108	X			

Signatures

/s/ James J. Barnes, Attorney-in-Fact	11/06/2018

**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).
(1)	This amount has been adjusted pursuant a stock split declared by Mastech Digital, Inc. on October 30, 2013 and a subsequent stock split declared on July 25, 2018.
(2)	A portion of the options became exercisable on December 8, 2010 and thereafter vested in equal quarterly installments through December 18, 2013.