

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-01-09** | Period of Report: **2012-07-13**
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(HTML Version on secdatabase.com)

REPORTING OWNER

Weiping Shen

CIK: **1565533**

Type: **3** | Act: **34** | File No.: **001-34631** | Film No.: **13521457**

Mailing Address
*ONE WATERS PARK DRIVE
SUITE 98
SAN MATEO CA 94403*

ISSUER

China Armco Metals, Inc.

CIK: **1410711** | IRS No.: **260491904** | State of Incorporation: **NV** | Fiscal Year End: **1231**
SIC: **5050** Metals & minerals (no petroleum)

Mailing Address
*ONE WATERS PARK DRIVE,
SUITE 98
SAN MATEO CA 94403*

Business Address
*ONE WATERS PARK DRIVE,
SUITE 98
SAN MATEO CA 94403
(650) 212-7620*

FORM 3

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

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	02/28/2011
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**INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <u>Weiping Shen</u> (Last) (First) (Middle) C/O CHINA ARMCO METALS, INC., ONE WATERS PARK DRIVE, SUITE 98 (Street) SAN MATEO, CA 94403 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/ Year) 07/13/2012	3. Issuer Name and Ticker or Trading Symbol <u>China Armco Metals, Inc. [CNAM]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. 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	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	50,000 (1)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- 1. Granted to the reporting person on July 13, 2012 under the Amended and Restated 2009 Stock Incentive Plan, as further amended on July 13, 2012. The shares will vest 50% on September 30, 2012 and 50% on May 3, 2013.

Signatures

/s/ Weiping Shen

** Signature of Reporting Person

12/27/2012

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 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).

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.