
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Mistras Group, Inc.

(Name of Issuer)

Common Stock, \$0.01 par value

(Title of Class of Securities)

60649T107

(CUSIP Number)

07/08/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 60649T107

Names of Reporting Persons

1

Kristy Kyriakopoulos

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

UNITED STATES

Number of Shares 5 Sole Voting Power

Beneficially 1,669,553.00
Owned by Shared Voting Power
Each 6
Reporting 0.00
Person
With: Sole Dispositive Power
7
1,669,553.00
Shared Dispositive
8 Power
0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

1,669,553.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

5.3 %

Type of Reporting Person (See Instructions)

IN

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Mistras Group, Inc.

Address of issuer's principal executive offices:

(b)

195 Clarksville Road, Princeton Junction, NJ, 08550

Item 2.

Name of person filing:

(a)

Kristy Kyriakopoulos

Address or principal business office or, if none, residence:

(b)

c/o Stephanie Foglia, Mistras Group, 195 Clarksville Road, Princeton Junction, New Jersey 08550

Citizenship:

(c)

United States of America

Title of class of securities:

(d)

Common Stock, \$0.01 par value

CUSIP No.:

(e)

60649T107

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the

Investment Company Act of 1940 (15 U.S.C. 80a-3);

- (j) A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

- (a) 1,669,553.00
- Percent of class:
- (b) 5.3%* *This percentage calculation is based on 31,538,050 outstanding shares as of August 6, 2025. %
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:
- 1,669,553.00
- (ii) Shared power to vote or to direct the vote:
- 0
- (iii) Sole power to dispose or to direct the disposition of:
- 1,669,553.00
- (iv) Shared power to dispose or to direct the disposition of:
- 0

Item 5. Ownership of 5 Percent or Less of a Class.

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.
Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.
Not Applicable

Item 8. Identification and Classification of Members of the Group.
Not Applicable

Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Kristy Kyriakopoulos

Signature: Kristy Kyriakopoulos

Name/Title: Michael C. Keefe as attorney-in-fact for Kristy Kyriakopoulos

Date: 09/11/2025

Exhibit Information

POWER OF ATTORNEY

I, the undersigned, being a person required to file reports pursuant to Section 16 and Section 13 of the Securities Exchange Act of 1934 (“SEC Reports”) regarding the undersigned’s beneficial ownership of equity securities in Mistras Group, Inc. (the “Company”), hereby constitute and appoint each of Michael Keefe, Edward Prajzner and Michael Kozole, signing singly, as my true and lawful attorney-in-fact to:

- (1) Prepare, execute in my name and on my behalf, and submit to the U.S. Securities and Exchange Commission (the “SEC”) a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling me to make electronic filings with the SEC of reports required by Sections 13 or 16 or any rule or regulation of the SEC;
- (2) execute for and on my behalf, as a Section 16 reporting person of the Company, Forms 3, 4, and 5 in accordance with Section 16 and the rules thereunder, Schedule 13G or 13D in accordance with Section 13 and the rules thereunder, and any other forms or reports I may be required to file in connection with my ownership, acquisition, or disposition of securities of the Company;
- (3) do and perform any and all acts for and on my behalf which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, Schedule 13G or 13D, or other form or report in connection with my ownership, acquisition, or disposition of securities of the Company, and file such form or report with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my interest, or legally required by me, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact’s discretion.

I hereby grant to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact’s substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. I acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Sections 13 or 16.

This Power of Attorney shall remain in full force and effect until I am no longer required to file Forms 3, 4, and 5 or Schedules 13G or 13D with respect to my holdings of and transactions in securities of the Company, unless earlier revoked by me. By executing this Power of Attorney, I revoke all powers of attorney previously executed by me regarding the powers and authority granted in this Power of Attorney.

Dated: July 31, 2025

/s/ Kristy Kyriakopoulos
Kristy Kyriakopoulos