UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 5)

Mastech Holdings, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share (Title of Class of Securities)

> 57633B100 (CUSIP Number)

December 31, 2013 (Date of Event That 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)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

CUSIP No. N/A

Schedule 13G

(1)	NAME	S OF	REPORTING PERSONS
(1)		5 01	KEI OKTING I EKSONS
	Sunil	Wad	lhwani
(2)	CHECH	K TH	E APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions):
	(a) 🗆	(b) 🗵
(3)	SEC U	SE O	NIV
(3)	JEC U		
(4)	CITIZE	ENSF	IIP OR PLACE OF ORGANIZATION
	Unit	ed S	itates
		(5)	SOLE VOTING POWER
NUME	BER OF		
_	RES		1,080,086 (1)
	CIALLY ED BY	(6)	SHARED VOTING POWER
	CH	(7)	SOLE DISPOSITIVE POWER
	RTING	(/)	SOLE DISCOSITIVE FOWER
PER	SON		1,275,085 (1)
WI	TH	(8)	
(0)	ACCD		TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
(9)	AGGR	EGA	IE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	1,27	5,08	5(1)
(10)	CHECH	K BO	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
(11)	DEDCE	ידיד ו	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
(11)	PERCE	1111 (JF GLA55 KEPKE5ENTED DT AMOUNT IN KOW 9
	30.1	%	
(12)	TYPE (OF R	EPORTING PERSON
	IN		

(1) Adjusted to reflect five-for-four stock split on November 29, 2013.

 Mastech Holdings, Inc. Item 1 (b). Address of Issuer's Principal Executive Offices: 1000 Commerce Drive Suite 500 Pittsburgh, PA 15275 Item 2 (a). Name of Person(s) Filing: Suinil Wadhwani Item 2 (b). Address of Principal Business Office, or, if None, Residence: 1000 Commerce Drive Suinil Wadhwani Item 2 (b). Address of Principal Business Office, or, if None, Residence: 1000 Commerce Drive Suite 500 Pittsburgh, PA 15275 Item 2 (c). Citizenship: United States United States Common Stock, par value \$0.01 per share Item 2 (c). CUSIP Number:
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Suite 500 Pittsburgh, PA 15275 Item 2 (a) Name of Person(s) Filling: Suitil Wadhwai Item 2 (b). Address of Principal Business Office, or, if None, Residence: 1000 Commerce Drive Suite 500 Item 2 (b). Address of Principal Business Office, or, if None, Residence: 1000 Commerce Drive Suite 500 Item 2 (c). Citizenship: United States Item 2 (c). Citizenship: United States Item 2 (d). Tite of Class of Securities: Common Stock, par value \$0.01 per share Item 3 If Tits Statemen is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b), Check Whether the Person Filing is a: Not Applicable Item 4. Ownerticable Item 4. Ownerticable Item 5. Cajusted to reflect five-for-four stock split on November 29, 2013). (b) Percent of class: 30.1% (c) Number of shares as to which the person has: (i) (c) Sumoto to direct the vote: 1,080,086 (adjusted to reflect five-for-four stock split on November 29, 2013).
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1,080,086 (adjusted to reflect five-for-four stock split on November 29, 2013).
(11) Shared power to vote or to direct the vote.
Not Applicable
(iii) Sole power to dispose or to direct the disposition of:
1,275,085 (adjusted to reflect five-for-four stock split on November 29, 2013). ** (iv) Shared power to dispose or to direct the disposition of:
Not Applicable
Item 5. Ownership of Five Percent or Less of a Class.
Not Applicable
Item 6. Ownership of More than Five Percent on Behalf of Another Person.
Not Applicable
Item 7. Identification and Classification of the Subsidiary That Acquired the Security Being Reported 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 the Group.
Not Applicable
Item 10. Certification:
Not Applicable

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.

Date: February 14, 2014

Sunil Wadhwani

By: /s/ Sunil Wadhwani

Name: Sunil Wadhwani

Title: Co-Chairman of the Board of Directors and Director

EXHIBIT A

** Includes 194,999 (adjusted to reflect five-for-four stock split on November 29, 2013) shares held by two family trusts, as to which the Reporting Person serves as a co-trustee with the sole investment power and no voting power.