SEC Form 3

FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Altobello Daniel Joseph	2. Date of Event Requiring Statement (Month/Day/Year) 08/09/2018		3. Issuer Name and Ticker or Trading Symbol <u>MESA AIR GROUP INC</u> [ MESA ]					
(Last) (First) (Middle) 410 N. 44TH STREET, SUITE 700			4. Relationship of Reporting Perso (Check all applicable) X Director	on(s) to Issue 10% Owne	er (I	Month/Day/Year)	ate of Original Filed	
			Officer (give title below)	Other (spe below)		pplicable Line)	/Group Filing (Check	
(Street) PHOENIX AZ 85008							y One Reporting Person y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			. Amount of Securities eneficially Owned (Instr. 4)			. Nature of Indirect Beneficial Ownership nstr. 5)		
Common Stock			1,488	D				
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4) 2. Date Expirati (Month/			3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversi or Exerci	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivativ Security	Direct (D) e or Indirect (I) (Instr. 5)		
Restricted Stock Award	01/23/2018	(1)	Common Stock	2,978	0.00	D		
Stock Appreciation Rights	04/21/2016 <sup>(2)</sup>	07/20/2025	Common Stock	25,000	6.4	D		
Stock Appreciation Rights	01/19/2017 <sup>(3)</sup>	01/18/2026	Common Stock	25,000	7.1	D		
Stock Appreciation Rights	01/17/2018 <sup>(4)</sup>	01/16/2027	Common Stock	27,381	5.5	D		
Restricted Stock Units	01/16/2019	(5)	Common Stock	14,648	0.00	D		

Explanation of Responses:

1. The restricted stock award vests as follows: Annually in equal one-third increments beginning on January 23, 2018, until fully vested.

2. Cash-settled stock appreciation rights.

3. Cash-settled stock appreciation rights, of which 8,335 shares remain unvested.

4. Cash-settled stock appreciation rights, of which 18,253 shares remain unvested.

5. Each restricted stock unit represents the right to receive, on a one-for-one basis, common stock of the Company. The restricted stock units shall vest annually in equal one-third increments beginning on January 16, 2019, until fully vested.

Remarks:

<u>/s/ Daniel Joseph Altobello</u>	<u>08/09/2018</u>
** Signature of Reporting Person	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 5 (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.

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