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

ARTIST ELLEN N.	. Date of Event Requiring Staten Month/Day/Year 8/09/2018	nent	3. Issuer Name and Ticker or Trading Symbol <u>MESA AIR GROUP INC</u> [ MESA ]					
(Last) (First) (Middle) 410 N. 44TH STREET, SUITE 700	0,00,2010		<ol> <li>Relationship of Reporting Perso (Check all applicable)</li> <li>X Director</li> </ol>	on(s) to Issue 10% Owne	(	5. If Amendment, Da Month/Day/Year)	ate of Original Filed	
			Officer (give title below)	Other (spe below)		5. Individual or Joint Applicable Line)	/Group Filing (Check	
(Street)			50.011)	20.011)			y One Reporting Person	
PHOENIX AZ 85008						Form filed by Reporting P	y More than One erson	
(City) (State) (Zip)								
т	able I - Non	-Derivati	ve Securities Beneficiall	y Owned				
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)			ıre of Indirect Beneficial Ownership 5)	
Common Stock			1,488	D				
(e.ç			Securities Beneficially ( nts, options, convertible		s)			
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. 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 Units	01/16/2019	(1)	Common Stock	14,648	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 Award	01/23/2018	(5)	Common Stock	2,978	0.00	D		

Explanation of Responses:

1. 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.

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

**Remarks:** 

Ellen N. Artist
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\*\* Signature of Reporting Person

08/09/2018 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.

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.