

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>ORNSTEIN JONATHAN G</u>  (Last) (First) (Middle) 410 N. 44TH STREET SUITE 700  (Street) PHOENIX AZ 85008  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MESA AIR GROUP INC [ MESA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below)  CEO
	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/01/2021		M		36,526	A	\$0.00	536,526	D	
Common Stock	06/01/2021		M		29,239	A	\$0.00	565,765	D	
Common Stock	06/01/2021		M		79,602	A	\$0.00	645,367	D	
Common Stock	06/01/2021		F		60,401	D	\$9.79	584,966	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Award	\$0.00	06/01/2021		M			36,526	06/01/2021	(1)	Common Stock	36,526	\$0.00	297,286	D	
Restricted Stock Award	\$0.00	06/01/2021		M			29,239	06/01/2021	(2)	Common Stock	29,239	\$0.00	268,047	D	
Restricted Stock Award	\$0.00	06/01/2021		M			79,602	06/01/2021	(3)	Common Stock	79,602	\$0.00	188,445	D	
Restricted Stock Award	\$0.00	06/01/2021		A			81,716	06/01/2021	(4)	Common Stock	81,716	\$0.00	270,161	D	

**Explanation of Responses:**

- A restricted stock award of 407,654 shares was granted under the 2018 Equity Incentive Plan on August 10, 2018. This is the final tranche of this award.
- A restricted stock award of 87,719 shares was granted under the 2018 Equity Incentive Plan on June 1, 2019. The final tranche of this award will vest 29,241 shares on June 1, 2022.
- A restricted stock award of 238,806 was granted under the 2018 Equity Incentive Plan on June 1, 2020. Additional tranches of this award will vest as follows: 79,602 shares on June 1, 2022; and 79,602 shares on June 1, 2023.
- A restricted stock award of 81,716 shares was granted under the 2018 Equity Incentive Plan on June 1, 2021. Tranches of this award will vest annually in equal one third increments.

**Remarks:**

/s/ Jonathan G. Ornstein 06/03/2021

\*\* 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 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.

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