SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

1. Title of Security (Instr. 3) 2. Tra Date			2. Transaction	2A. Deemed Execution Date,	3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)				(A) or	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
		Table I - No	n-Derivative S	Securities Acq	uired.	Disr	osed of. o	r Bene	ficially	Owned					
(City)	(State)	(Zip)													
PHOENIX	AZ	85008							Form filed by More than One Reporting Person						
(Street) PHOENIX	A 7	85008							X	Form filed by On	e Reporting Pers	son			
			4. If Ar	nendment, Date of C	Driginal	Filed (Month/Day/Ye	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applicable						
410 N. 44TH S	STREET SUITI	E 700													
(Last)	(First)	(Middle)	3. Date 02/02	of Earliest Transac	tion (Mo	onth/D	ay/Year)		Officer (give title below)	Other below	(specify /)				
<u>Schiller Ha</u>	rvey W		MES	MESA AIR GROUP INC [MESA]						< all applicable) Director	10%	Owner			
1. Name and Add	ress of Reporting	Person*		2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer					

						Coue	V	Amount	(D)	FILE	(Instr. 3 ar	nd 4)		
Common	Stock		02	2/03/2021		М		10,820	A	\$0.00	63,1	132	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of	2. Conversion	3. Transaction Date	3A. Deemed Execution Date.	4. Transaction		6. Date I			Title and Securitie		8. Price of Derivative	9. Number o		11. Nature of Indirect

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security). Transaction Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Date, Transaction Code (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Restricted Stock Award	\$0.00	02/02/2021		A		13,448		02/02/2022	(1)	Common Stock	13,448	\$0.00	24,268	D	
Restricted Stock Award	\$0.00	02/03/2021		М			10,820	02/03/2021	(2)	Common Stock	10,820	\$0.00	13,448	D	

Explanation of Responses:

1. A restricted stock award of 13,448 shares was granted under the 2018 Equity Incentive Plan on February 2, 2021 and will vest on February 2, 2022.

2. A restricted stock award of 10,820 shares was granted under the 2018 Equity Incentive Plan on February 3, 2020 and vested on February 3, 2021.

Remarks:

/s/ Harvey W. Schiller

** Signature of Reporting Person

02/03/2021

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.

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.