

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>LOTZ MICHAEL</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 <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President & Chief Officer
	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2023	
	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	06/01/2023		M		63,045	A	\$0.00	368,686	D	
Common Stock	06/01/2023		M		21,573	A	\$0.00	390,259	D	
Common Stock	06/01/2023		M		53,435	A	\$0.00	443,694	D	
Common Stock	06/01/2023		F		61,503	D	\$1.66	382,191	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	06/01/2023		M			63,045	06/01/2023	(1)	Common Stock	63,045	\$0.00	203,451	D	
Restricted Stock Award	\$0.00	06/01/2023		M			21,573	06/01/2023	(2)	Common Stock	21,573	\$0.00	181,878	D	
Restricted Stock Award	\$0.00	06/01/2023		M			53,435	06/01/2023	(3)	Common Stock	53,435	\$0.00	128,443	D	
Restricted Stock Award	\$0.00	06/01/2023		A			56,579	06/01/2023	(4)	Common Stock	56,579	\$0.00	185,022	D	

**Explanation of Responses:**

- A restricted stock award of 189,134 was granted under the 2018 Equity Incentive Plan on June 1, 2020. This is the final tranche of this award.
- A restricted stock award of 64,719 was granted under the 2018 Equity Incentive Plan on June 1, 2021. The final tranche of this award will vest 21,573 shares on June 1, 2024.
- A restricted stock award of 160,305 was granted under the 2018 Equity Incentive Plan on June 1, 2022. Additional tranches of this award will vest as follows: 53,435 shares on June 1, 2024; and 53,435 shares on June 1, 2025.
- A restricted stock award of 56,579 shares was granted under the 2018 Equity Incentive Plan on June 1, 2023. Tranches of this award will vest annually in equal one third increments.

**Remarks:**

/s/ Michael Lotz 06/02/2023  
 \*\* 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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