SEC Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

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

1. Name and Adda GILLMAN	ress of Reporting P BRIAN S		2. Issuer Name and Ticker or Trading Symbol <u>MESA AIR GROUP INC</u> [MESA]						< all applicable) Director	ng Person(s) to Issuer 10% Owner			
(Last) 410 44TH STR	(First) REET, SUITE 7((Middle)		3. Date of Earliest Transaction (Month/Day/Year) 06/01/2021						X Officer (give title Other (specificer (specificer)) below) below) EVP/GC/Secretary			
(Street)			4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)			
PHOENIX	AZ	85008								Form filed by One Reporting Person			
(City)	(State)	(Zip)								Form filed by Mo Person	re than One Rep	orting	
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
Dat		2. Transaction Date (Month/Day/Year		eccution Date, any Code (Instr. 3			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		

			Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	06/01/2021		М		5,707	Α	\$0.00	35,707	D		
Common Stock	06/01/2021		М		4,568	Α	\$0.00	40,275	D		
Common Stock	06/01/2021		М		19,900	Α	\$0.00	60,175	D		
Common Stock	06/01/2021		F		12,720	D	\$9.79	47,455	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. Transa Code (8)		5. Numb Derivati Securiti Acquire Dispose (D) (Inst and 5)	ve es d (A) or ed of	6. Date Exerc Expiration Da (Month/Day/N	ate	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)	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	Amount or Number of Shares		(Instr. 4)		
Restricted Stock Award	\$0.00	06/01/2021		М			5,707	06/01/2021	(1)	Common Stock	5,707	\$0.00	73,894	D	
Restricted Stock Award	\$0.00	06/01/2021		М			4,568	06/01/2021	(2)	Common Stock	4,568	\$0.00	69,326	D	
Restricted Stock Award	\$0.00	06/01/2021		М			19,900	06/01/2021	(3)	Common Stock	19,900	\$0.00	49,426	D	
Restricted Stock Award	\$0.00	06/01/2021		A		20,429		06/01/2021	(4)	Common Stock	20,429	\$0.00	69,855	D	

Explanation of Responses:

1. A restricted stock award of 92,437 shares was granted under the 2018 Equity Incentive Plan on August 10, 2018. This is the final tranche of this award.

2. A restricted stock award of 13,706 shares was granted under the 2018 Equity Incentive Plan on June 1, 2019. The final tranche of this award will vest 4,570 shares on June 1, 2022.

3. A restricted stock award of 59,701 shares was granted under the 2018 Equity Incentive Plan on June 1, 2020. Additional tranches of this award will vest as follows: 19,900 shares on June 1, 2022; and 19,901 shares on June 1, 2023.

4. A restricted stock award of 20,429 shares was granted under the 2018 Equity Incentive Plan on June 1, 2021. Tranches of this award will vest annually in one third increments.

Remarks:



** Signature of Reporting Person

06/02/2021 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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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