Instruction 1(b)

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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

OMB APPROVAL

| | OMB Number: | 3235-0287 | | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|--|
| | Estimated average burden | | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | | |

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 Address of Reporting Person [*] SKIADOS SPYRIDON | | | 2. Issuer Name and Ticker or Trading Symbol <u>MESA AIR GROUP INC</u> [MESA] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|--|---------|-------|--|--|--|--|--|--|--|--|
| (Last) (First) (Middle) 410 N. 44TH STREET SUITE 700 | | , | 3. Date of Earliest Transaction (Month/Day/Year) 06/18/2024 | Officer (give title Other (specify below) below) | | | | | | |
| | | 0 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) | | | | Form filed by One Reporting Person | | | | | | |
| PHOENIX | AZ | 85008 | | Form filed by More than One Reporting Person | | | | | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | · | | | | | | |
| | | | Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction | 2A. Deemed | 3. | | 4. Securities Acquired (A) or | | | 5. Amount of | 6. Ownership | | | | | |
|---------------------------------|--------------------------|---|-----------------------------|---|-------------------------------------|---------------|-------|--|---|--|--|--|--|--|
| | Date (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. 5) | | Disposed Of (D) (Instr. 3, 4 and 5) | | | Securities Beneficially Owned Following | Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership | | | | |
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | | | | |

 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) | | of | | 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 | Amount or Number of Shares | | | | |
| Restricted Stock Award | \$0 | 06/18/2024 | | Α | | 56,329 | | 06/18/2024 | (1) | Common Stock | 56,329 | \$0 | 56,329 | D | |

Explanation of Responses:

1. A restricted stock award of 56,329 shares was granted under the 2018 Equity Incentive Plan on June 18, 2024 and will vest on June 18, 2025.

/s/ Spyridon Skiados

06/20/2024

Date

** Signature of Reporting Person

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.