FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* PICCO GIACOMO					2. Issuer Name and Ticker or Trading Symbol MESA AIR GROUP INC [MESA]								ationship of I k all applicat Director	ole)	Persor	10% Ow	ner
(Last) (First) (Middle) 410 N. 44TH STREET, SUITE 700					3. Date of Earliest Transaction (Month/Day/Year) 08/10/2018								Officer (g below)	give title		Other (sp	ecify
(Street) PHOENIX AZ 85008				_ _	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Indi	Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																
1. Title of Security (Instr. 3) 2. Transa Date				Transac ite			d Date,	3. Transactic Code (Ins 8)	on tr.	4. Securities Acquired (A) on Disposed Of (D) (Instr. 3, 4		() or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Form: Direct (D) or Indirect (I) (Instr. 4)		. Nature of ndirect eneficial wnership nstr. 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. 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	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)			
Restricted Stock Units	\$0.00	08/10/2018		D ⁽¹⁾			14,648	(1)		(1)	Common Stock	14,648	(1)	0		D	

Explanation of Responses:

\$0.00

1. The restricted stock under this grant was cancelled in exchange for shares of restricted common stock issued under the 2018 Equity Incentive Plan, in a grant dated August 10, 2018.

14,647⁽¹⁾⁽²⁾

2. A restricted stock award was granted under the 2018 Equity Incentive Plan in a grant dated August 10, 2018, and vests as follows: 4,883 shares on January 16, 2019; 4,882 shares on January 16, 2020; and 4,882 shares on January 16, 2021.

01/16/2019

Remarks:

Restricted

Award

/s/ Giacomo Picco

Common

08/14/2018

14,647

D

** Signature of Reporting Person

14,647

(2)

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).

08/10/2018

** 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.