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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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

1. Name and Address of Reporting Person* GORDON MITCHELL I						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) X Director 10% Owner				
(Last) (First) (Middle) 410 N. 44TH STREET SUITE 700						3. Date of Earliest Transaction (Month/Day/Year) 02/23/2023								Office below	r (give title)		Other (s below)	pecify
(Street) PHOENIX AZ 85008 (City) (State) (Zip)					. 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) Date (Month/Date)						Execution			Code (I					Benefic	es Form ally (D) o Following (I) (Ir		r Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) oi (D)	Price	Turinge	tion(s)			unsu. 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 I if any (Month/Day	Date,	Code (Ins				6. Date Exercisable Expiration Date (Month/Day/Year)		e	7. Title and Ame of Securities Underlying Derivative Secu (Instr. 3 and 4)		t 8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	e s Ily I	Ownershij Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership t (Instr. 4)
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amoun or Number of Shares	1				
Restricted Stock Award	\$0.00	02/23/2023			A		28,935		02/23/202	24	(1)	Common Stock	28,93	\$0.00	28,93	5	D	

Explanation of Responses:

1. A restricted stock award of 28,935 shares was granted under the 2018 Equity Incentive Plan on February 23, 2023 and will vest on February 23, 2024.

Remarks:

/s/Mitchell I. Gordon

** Signature of Reporting Person

Date

02/24/2023

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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