MESA AIR GROUP INC Form 4

February 18, 2003

| UNITED STATES SECURITIES AND EXCHANGE COMMISSION | OMB |
|--|----------------------------|
| Washington, D.C. 20549 | APPROVAL |
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB NumberK235-0287 |
| | Expires: December 31, 2001 |
| | Estimated average burden |
| | hours per responseH.5 |
| | Washington, D.C. 20549 |

Check this box if no longer

subject to Section 16. Form 4

or Form 5 obligations may

continue. See Instruction 1(b).

(Print or Type Responses)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility

Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

SWIGART JAMES E.

2. Issuer Name and Ticker or Trading Symbol

MESA AIR GROUP, INC. - MESA

6. Relationship of Reporting Person to Issuer

(check all applicable)

<u>X</u>

Director 10% Owner

- (Last) (First) (Middle)
- 410 North 44th Street, Suite 700
- 3. I.R.S. Identification
- Number of Reporting
- Person, if entity (Voluntary)
- 4. Statement for
- Month/Year
- February 14, 2003
- Officer (give title below)
- ____ Other (specify below)

(Street)

Phoenix Arizona 85008

5. If Amendment,

Date of Original

(Month/Year)

7. Individual or Joint/Group Filing

(Check Applicable Line)

- \underline{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. Trans- |
|----------------------------|
| action |
| Date |
| (Month/ |
| Day |
| Year) |
| 3. Trans- |
| action |
| Code |
| (Instr. 8) |
| 4. Securities Acquired (A) |
| or Disposed of (D) |
| (Instr. 3, 4 and 5) |
| 5. Amount of |
| Securities |
| Beneficially |
| Owned at |
| End of |
| Month |
| (Instr. 3 and 4) |
| 6. Owner- |
| ship |
| Form: |
| Direct |
| (D) or |
| Indirect |

| Eugartii | | |
|-------------|-------------|---------|
| (I) | | |
| (Instr. 4) | | |
| 7. Nature | | |
| of Indirect | | |
| Beneficial | | |
| Ownership | | |
| (Instr. 4) | | |
| Code | | |
| V | | |
| | Amount | |
| (A) or | | |
| (D) | | |
| | Price | |
| MESA Common | | |
| | | |
| | | 128,565 |
| | D | |
| | | |
| MESA Common | | |
| | | |
| | | 7,729 |
| | Ι | |
| | By Children | |
| | | |

Ι

By Barlow Management

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).

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FORM 4 (continued) 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. Conver- sion or Exercise Price of Deriv- ative Security | 3. Trans- action Date (Month/ Day/ Year) | Transac- tion Code (Instr. 8) | | 5. Number of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4, and 5) | | of Deriv- ative Securities Ac- quired (A) or Dis- posed of (D) (Instr. 3, 4, | | 6. Date H cisable a Expiratio (Month/I Year) | nd on Date | 7. Title and of Underyi Securitie(Instr. 3 an) | ng s | 8. Price of Deriv- ative Secur- ity (instr. | 9. Number of Deriv- ative Secur- ities Bene- ficially | 1 S F C T S T |
|---|---|---|--|---|---|-----|--|-------------------------|--|--|---|--|--|---|---------------------------------|
| | | | | | | | | | | | 5) | Owned at End of Month (Instr. 4) | I ((I ((4 | | |
| | | | | | | | Date Exer- cisable | Expira- tion Date | Title | Amount or Number of Shares | | | | | |
| Stock Option (Right to buy) | \$6.60 | 1/30/98 | Code | V | (A) | (D) | 1/30/98 | 1/30/08 | Mesa Common | 3,000 | | | | | |
| Stock Option (Right to buy) | \$6.56 | 2/02/98 | | | | | 2/02/98 | 2/02/08 | Mesa Common | 10,000 | | | | | |
| Stock Option (Right to buy) | \$8.75 | 4/01/98 | | | | | 4/01/98 | 4/01/08 | Mesa Common | 5,772 | | | | | |
| | \$6.19 | 4/01/99 | | | | | 4/01/99 | 4/01/09 | | 5,486 | | | ſ | | |

| Stock Option (Right to buy) | | | | | | | | | Mesa Common | | | |
|--------------------------------------|----------|--|--|---|--|----------|------------|----------|----------------|------------|--|--------|
| Stock Option (Right to buy) | \$6.25 | 4/01/00 | | | | | 4/01/00 | 4/01/10 | Mesa Common | 6,572 | | |
| Stock Option (Right to buy) | \$8.562 | 4/01/01 | | | | | 4/01/01 | 4/01/11 | Mesa Common | 5,743 | | |
| MESA Warrant | \$3.22 | 9/13/99 | | | | | 9/13/99 | 4/21/08 | Mesa Common | 15,535 | | |
| Stock Option (Right to buy) | \$12.24 | 7/13/01 | | | | | 7/13/01 | 7/13/11 | Mesa Common | 732 | | |
| Stock Option (Right to buy) | \$10.74 | 4/04/02 | | | | | 4/04/02 | 4/04/12 | Mesa Common | 6,140 | | |
| Stock Option (Right to buy) | \$4.64 | 2/12/03 | A | V | 3,000 | | 2/12/03 | 2/12/13 | Mesa Common | 3,000 | | 61,980 |
| | | | | | | | | | | | | |
| | <u> </u> | <u> </u> | <u> </u> | | | Ľ | <u> </u> ' | <u> </u> | <u> </u> | <u> </u> ' | <u> </u> | |
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Explanation of Responses:

/S/ JAMES SWIGART

<u>J/14/03</u>

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. **Signature of Reporting Person Date

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 provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB Number

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