

PARKER MAURICE A

Form 4

February 14, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
PARKER MAURICE A

2. Issuer Name **and** Ticker or Trading
Symbol
MESA AIR GROUP INC [MESA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

410 N 44TH STREET, SUITE 700

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/10/2006

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

PHOENIX, AZ 85008

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Mesa Common	02/10/2006		M		6,250	A	\$ 5.34	0	D
Mesa Common	02/10/2006		M		6,630	A	\$ 8.25	0	D
Mesa Common	02/10/2006		M		88	A	\$ 7.31	0	D
Mesa Common	02/10/2006		M		5,743	A	\$ 8.56	0	D
Mesa Common	02/10/2006		M		7,246	A	\$ 6.9	0	D
	02/10/2006		S		25,957	D		0	D

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Mesa
Common \$
12.19

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option Right to Buy	\$ 5.34	02/10/2006		M	6,250	10/01/2003 04/01/2013	Mesa Common	6,250
Stock Option Right to Buy	\$ 8.25	02/10/2006		M	6,630	10/01/2004 04/01/2014	Mesa Common	6,630
Stock Option Right to Buy	\$ 7.31	02/10/2006		M	88	05/23/1999 11/23/2008	Mesa Common	88
Stock Option Right to Buy	\$ 8.56	02/10/2006		M	5,743	10/01/2001 04/01/2011	Mesa Common	5,743
Stock Option Right to Buy	\$ 6.9	02/10/2006		M	7,246	10/01/2005 04/01/2015	Mesa Common	7,246

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARKER MAURICE A 410 N 44TH STREET, SUITE 700 PHOENIX, AZ 85008		X		

Signatures

Maurice Parker 02/14/2006

 Signature of Date
Reporting Person

Explanation of Responses:

* 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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