MESA AIR GROUP INC Form 8-K May 02, 2005

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### FORM 8-K

# CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 28, 2005

#### MESA AIR GROUP, INC.

(Exact name of registrant as specified in its charter)

Nevada000-1549585-0302351(State or other jurisdiction of incorporation)(Commission (IRS Employer File Number)(Identification No.)

410 North 44th Street, Suite 700 Phoenix, Arizona, 85008

(Address of Principal Executive Offices) (Zip Code)

Registrant s telephone number, including area code: (602) 685-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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# Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

- (b) On April 28, 2005, Mesa Air Group, Inc. (the Company) issued a press release announcing the resignation from its Board of Directors of Julie E. Silcock, Managing Director and Head of Southwest Investment Banking for Citigroup Corporate and Investment Bank. Ms. Silcock s decision follows a Citigroup policy change regarding service on boards of public companies. Ms. Silcock s resignation is effective as of April 28, 2005.
- (d) Peter F. Nostrand has been elected to the Company s Board of Directors and has been appointed to the Board s Audit, Compensation and Corporate Governance/Nominating Committees. Mr. Nostrand currently serves as Chairman, President and CEO of SunTrust Bank, Greater Washington. Mr. Nostrand s election is effective as of April 28, 2005.

The full text of the Company s press release is attached hereto as Exhibit 99.1.

#### **Item 9.01 Financial Statements and Exhibits**

(c) Exhibits.

**Exhibit No.** Description

**99.1** Press release, dated April 28, 2005

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#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### MESA AIR GROUP, INC.

Date: April 29, 2005 By: /s/ GEORGE MURNANE III

Name: GEORGE MURNANE III

Title: Executive Vice President and CFO