

MESA AIR GROUP INC  
Form NT 10-K  
December 14, 2007

SEC File Number  
0-15495

CUSIP Number

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 12b-25  
NOTIFICATION OF LATE FILING**

(Check one):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  Form 10-D  Form N-SAR   
Form N-CSR

For Period Ended: September 30, 2007

Transition Report on  
Form 10-K

Transition Report on  
Form 20-F

Transition Report on  
Form 11-K

Transition Report on  
Form 10-Q

Transition Report on  
Form N-SAR

For the Transition Period  
Ended:

*Read Instruction Sheet Before Preparing Form. Please Print or Type.*

**Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.**

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

**PART I REGISTRANT INFORMATION**

Mesa Air Group, Inc.

Full Name of Registrant

Former Name if Applicable

410 North 44th Street, Suite 100

Address of Principal Executive Office (*Street and Number*)  
Phoenix, Arizona 85008

City, State and Zip Code

**PART II RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
  - b (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution Report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
  - (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.
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**PART III NARRATIVE**

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

Certain information required in Mesa Air Group, Inc.'s Annual Report on Form 10-K for the fiscal year ended September 30, 2007 (the Annual Report) necessary for an accurate and full completion of the report could not be provided within the proscribed time period without unreasonable effort or expense. Mesa Air Group, Inc. anticipates that it will be able to file the Annual Report within the time period prescribed in Rule 12b-25(b)(2)(ii).

**PART IV OTHER INFORMATION**

(1) Name and telephone number of person to contact in regard to this notification:

|                  |             |                    |
|------------------|-------------|--------------------|
| Brian S. Gillman | (602)       | 685-4000           |
| (Name)           | (Area Code) | (Telephone Number) |

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) been filed? If answer is no, identify report(s).

Yes  No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes  No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

While the Company has reported a consolidated net loss of \$13.4 million or \$0.42 per diluted share for the first three quarters of fiscal 2007, due primarily to a pretax impairment charge totaling \$38.0 million recorded during the second quarter of the current fiscal year, and expects to report a consolidated net loss for the fiscal year ended September 30, 2007, it is currently unable to provide a reasonable estimate of the full year results for fiscal 2007 until the Company completes its review of certain estimates and reserves that may affect the financial statements. This loss compares to consolidated net income of \$34.0 million or \$0.84 per diluted share in fiscal 2006 and consolidated net income of \$56.9 million or \$1.35 per diluted share in fiscal 2005.

Mesa Air Group, Inc.  
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 14, 2007

By /s/ Brian S. Gillman

Name: Brian S. Gillman  
Title: Executive Vice President, General  
Counsel and Secretary