Edgar Filing: CAREY JAMES H - Form 4

CADEV IAMES II

Form 4	IES H										
May 15, 2009	9										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO							~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~ ~	OMB APPROVAL			
	UNITE) STATES		ITIES Al hington, l			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long								Expires:	January 31, 2005		
subject to Section 10 Form 4 or	F CHANGES IN BENEFICIAL OWN SECURITIES						Estimated a burden hou response	average Irs per			
Form 5 obligation may conti <i>See</i> Instru 1(b).	inue. Section 1	7(a) of the		lity Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	Responses)										
			2. Issuer Name and Ticker or Trading Symbol Air Transport Services Group, Inc. [ATSG]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	nc.										
			3. Date of Earliest Transaction (Month/Day/Year)					_X_Director10% Owner Officer (give titleOther (specify below)below)			
	C., 145 HUNT		05/14/20	09							
				endment, Date Original onth/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
WILMINGT	CON, OH 4517	7						Form filed by Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	ecurit	ies Ac	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dec (Month/Day/Year) Executi any (Month			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock								60,913	D		
Reminder: Repo	ort on a separate li	ne for each c	lass of secur	ities benefi	cially owne	ed dire	ctly or	indirectly.			

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: CAREY JAMES H - Form 4

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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. l De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	05/14/2009		А	13,600	(2)	(3)	Common Stock	13,600	\$

Reporting Owners

Reporting Owner Name / Address		Relationships					
		Director	10% Owner	Officer	Other		
CAREY JAMES H C/O AIR TRANSPORT SERVICES GROU 145 HUNTER DRIVE WILMINGTON, OH 45177	IP, INC.	Х					
Signatures							
W. Joseph Payne for: James H. Carey	05/15/2009)					

**Signature of Reporting Person

Date

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).
- (1) The restricted stock units will be exchanged for common stock on a one-for-one basis.
- (2) The units will not be settled until Mr. Carey's board service ends.
- (3) There is no expiration date.

Remarks:

POA on file.

Note: File three copies of this Form, one of which must be manually signed. If space 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.