Edgar Filing: ATLAS AIR WORLDWIDE HOLDINGS INC - Form 4

| ATLAS AIR Form 4 June 02, 201 | WORLDWIDE | HOLDIN | IGS INC | | | | | | | | | |
|--|---|--|-------------------------------------|--|---|-----------|----------------|--|--|--|--------|--|
| | | | | | | | | | | OMB A | PROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | | | |
| Check th if no long subject to Section 1 Form 4 c | CHANGES IN BENEFICIAL OWN SECURITIES | | | | | | | | Estimated average burden hours per | | | |
| Form 5 obligatio may cont <i>See</i> Instr 1(b). | ns Section 17(a | a) of the l | | tility H | Iold | ing Con | npang | y Act of | e Act of 1934, 71935 or Section 0 | 1 | | |
| (Print or Type] | Responses) | | | | | | | | | | | |
| 1. Name and Address of Reporting Person *2. IssuerFlynn William JSymbol | | | r Name and Ticker or Trading | | | | ng | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| | | ATLAS HOLDIN | | | | | | | (Check all applicable) | | | |
| (Last)(First)(Middle)3. Date of (Month/D2000 WESTCHESTER AVENUE06/01/20 | | | | - | | | | | _X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President & CEO | | | |
| Filed(Mon | | | | ndment, Date Original hth/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| | E, NY 10577 | (7 .) | | | | | | | Person | | | |
| (City) | | (Zip) | | e I - No | n-D | erivative | Secur | ities Acq | uired, Disposed of | · | • | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year) | | | 3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common | | | | Code | V | Amount | (D) | Price | (Instr. 3 and 4) | | | |
| Stock, \$0.01 par value | 06/01/2015 | | | А | | 2,952 | A | \$ 0 | 178,236 | D | | |
| Common Stock, \$0.01 par value | 06/01/2015 | | | F | | 1,523 | D | \$ 55.54 | 176,713 | D | | |
| Common Stock, \$0.01 par value | 06/01/2015 | | | S <u>(1)</u> | | 1,429 | D | \$ 55.54 | 175,284 | D | | |

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Reminder: Report on a separate line for each class of securities beneficially owned directly 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)

| 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. Transacti Code (Instr. 8) | Transaction of Derivative Code Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---------------------------------------|--|---------------------|--|-----------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | <u>(2)</u> | 06/01/2015 | | М | 2,952 | <u>(3)</u> | 06/01/2016 | Common Stock | 2,952 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-----------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Flynn William J 2000 WESTCHESTER AVENUE PURCHASE, NY 10577 | Х | | President & CEO | | | | |
| Signatures | | | | | | | |
| (A Michael W. Devlemmeli Michael W. Devlemmeli as | | | | | | | |

| /s/Michael W. Borkowski Michael W. Borkowski, as | 06/02/2015 | | |
|--|------------|--|--|
| Attorney-in-Fact | | | |
| **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 sale of shares reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.
- (2) Upon vesting, the Reporting Person is entitled to receive one share of Common Stock for each restricted stock unit.
- (3) These restricted stock units vested on June 1, 2015 and were automatically converted into an equivalent number of shares of Common Stock.

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.

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