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ATLAS AIR WORLDWIDE HOLDINGS INC

Form 4

February 29, 2016

FORM	ORM 4 INITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5 obligatio may cont See Instri	ger o STATEM 16. or Filed pure stinue.	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							Expires: January 31 2009 Estimated average burden hours per response 0.9	
(Print or Type I	Responses)									
1. Name and Address of Reporting Person * Schwartz Spencer			2. Issuer Name and Ticker or Trading Symbol ATLAS AIR WORLDWIDE HOLDINGS INC [AAWW]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
HOLDINGS	(First) (N S AIR WORLDW S, INC., 2000 STER AVENUE	(Mo	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2016				Director 10% Owner Other (specify below) EVP & CFO			
(Street) 4. If Ame Filed(Mon				ate Origin	al		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PURCHAS	E, NY 10577						Form filed by N Person	More than One Re	porting	
(City)	(State)	(Zip)	Table I - Non-	Derivative	Secui	rities Acq	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Execution Date, if any (Month/Day/Year)			Oispose, 4 and (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock, \$0.01 par value	02/25/2016		Code V	3,579	A A	Price	34,012	D		
Common Stock, \$0.01 par	02/25/2016		F	1,743	D	\$ 36.41	32,269	D		

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

\$0.01 par value

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SEC 1474 (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. Transact Code (Instr. 8)	5. Number iom 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)	
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	02/25/2016		M	3,579	(2)	02/25/2017	Common Stock	3,579

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Schwartz Spencer

C/O ATLAS AIR WORLDWIDE HOLDINGS, INC.

2000 WESTCHESTER AVENUE

PURCHASE, NY 10577

EVP & CFO

Signatures

/s/ Michael W. Borkowski Michael W. Borkowski, as Attorney-in-Fact

02/29/2016

**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) Upon vesting, the Reporting Person is entitled to receive one share of Common Stock for each restricted stock unit.
- (2) These restricted stock units vested on February 25, 2016 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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