

Edgar Filing: ATLAS AIR WORLDWIDE HOLDINGS INC - Form 4

ATLAS AIR WORLDWIDE HOLDINGS INC

Form 4

March 18, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Scott Thomas G.

(Last) (First) (Middle)

Atlas Air, Inc., 2000 Westchester Avenue

(Street)

Purchase NY 10577

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Atlas Air Worldwide Holdings, Inc. - CGO

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

February, 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director

10% Owner

Officer (give title below)

Other (specify below)

Senior Vice President, General Counsel

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
- Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	02/04/02	S		1,743	D	\$12.87

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

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FORM 4 (continued)

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

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1.           2.           3.           4.           5.           6.           7.
Title of    Conversion    Trans-      Trans-      Number of    Exercisable and    Title and Amount
Derivative  or           action     action     Derivative    Date               of Underlying
Security    Exer-       (Instr.   (Instr.   Securities   Expiration Date    Securities
(Instr. 3)  cise       8)        8)        Acquired (A)  (Month/Day/Year)   (Instr. 3 and 4)
Price      Price      Code      Code      or Disposed   (A)    (D)    Expiration  Amount
of Deriv-  of Deriv-  (Instr.   (Instr.   of (D)        Date    Date    tion        or
ative      ative      8)        8)        (Instr. 3,    Date    Date    Date        Number
Security   Securi-   (Month/   (Month/   4 and 5)     Exer-    Expira-  of
(Instr. 3) ty     Day/      Day/      -----    -cisable  tion     of
(Instr. 3) ity     Year)     Year)     Code V     (A)    (D)    cisable    Date    Title    Shares
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Explanation of Responses:

/s/ Thomas G. Scott 03/14/02

**Signature of Reporting Person Date

** Intentional misstatements or omissions of facts constitute Federal

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Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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