

Chart Acquisition Corp.
Form 3
July 25, 2014

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
* ^ Tempus Intermediate Holdings, LLC		(Month/Day/Year) 07/15/2014	Chart Acquisition Corp. [CACG]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
133 WALLER MILL ROAD, SUITE 400			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
WILLIAMSBURG, ^ VAA ^ 23185			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
No securities beneficially owned <u>(1)</u> <u>(2)</u>	0	I	See Footnote <u>(1)</u> <u>(2)</u>

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

SEC 1473 (7-02)

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

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tempus Intermediate Holdings, LLC 133 WALLER MILL ROAD, SUITE 400 WILLIAMSBURG, VA 23185	Â	Â X	Â	Â
Gulbin John George III 133 WALLER MILL ROAD, SUITE 400 WILLIAMSBURG, VA 23185	Â	Â X	Â	Â
Terry Benjamin Scott 133 WALLER MILL ROAD, SUITE 400 WILLIAMSBURG, VA 23185	Â	Â X	Â	Â

Signatures

/s/ John G. Gulbin, III, 07/25/2014
Manager

__Signature of Reporting Person Date

/s/ John G. Gulbin III 07/25/2014

__Signature of Reporting Person Date

/s/ Benjamin Scott Terry 07/25/2014

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Tempus Intermediate Holdings, LLC, John G. Gulbin III and Benjamin Scott Terry are filing this Form 3 solely because they may be deemed beneficial owners pursuant to Section 13(d) of the Securities and Exchange Act of 1934, as amended, of 1,766,250 shares of common stock, par value \$0.0001 per share of Chart Acquisition Corp. (the "Shares"). The 1,766,250 shares of common stock of Chart Acquisition Corp. are subject to a Supporting Stockholder Agreement dated as of July 15, 2014 between Tempus Intermediate Holdings, LLC, John G. Gulbin III and Benjamin Scott Terry and the stockholders of Chart Acquisition Corp. named therein. The Supporting Stockholder Agreement was entered into in connection with the Equity Transfer and Acquisition Agreement dated as of July 15, 2014, between Tempus Intermediate Holdings, LLC, John G. Gulbin III, Benjamin Scott Terry and Chart Acquisition Corp. and the other persons named therein.

(2) For additional information regarding the Supporting Stockholder Agreement and the Equity Transfer and Acquisition Agreement, see the Schedule 13D filed by Tempus Intermediate Holdings, LLC, John G. Gulbin III and Benjamin Scott Terry with the Securities and Exchange Commission on July 25, 2014. Tempus Intermediate Holdings, LLC, John G. Gulbin III and Benjamin Scott Terry each disclaim beneficial ownership of the 1,766,250 shares of common stock, par value \$0.0001 per share of Chart Acquisition Corp. referenced herein and this filing shall not be deemed an admission that Tempus Intermediate Holdings, LLC, John G. Gulbin III and Benjamin Scott Terry are the beneficial owners of such Shares for purposes of Section 16 or Section 13(d) of the Securities and Exchange Act of 1934, as amended or for any other purposes. Neither Tempus Intermediate Holdings, LLC, nor Messrs. Gulbin or Terry has a pecuniary interest in the Shares.

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

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