

Chart Acquisition Corp.
Form 5
February 10, 2015

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
WRIGHT JOSEPH R JR

(Last) (First) (Middle)

**C/O THE CHART GROUP,
LP, 555 FIFTH AVE, 19TH
FLOOR**

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
Chart Acquisition Corp. [CACG]
3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2014

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
CEO

4. If Amendment, Date Original
Filed (Month/Day/Year)

6. Individual or Joint/Group Reporting
(check applicable line)

NEW YORK, NY 10017

(City) (State) (Zip)

☒ 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of
securities beneficially owned directly or indirectly.

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contained in this form are not required to respond unless
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SEC 2270
(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Pr
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Secu (Inst
(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Warrants (Right to Buy)	\$ 11.5	09/12/2014	Â	P4	254 Â Â (1)	Â (1)	Common Stock
					254		\$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WRIGHT JOSEPH R JR C/O THE CHART GROUP, LP 555 FIFTH AVE, 19TH FLOOR NEW YORK, NY 10017	Â X Â Â CEO Â

Signatures

/s/ Joseph Wright 02/10/2015

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).

On September 12, 2014, Mr. Wright acquired 254 warrants at a purchase price of \$0.30 per warrant pursuant to a tender offer commenced in connection with a special meeting of stockholders of Chart Acquisition Corp. ("Chart") to approve, among other matters, an amendment to Chart's existing charter extending the date by which Chart must consummate its initial business combination (the

- (1) "Business Combination") from September 13, 2014 to March 13, 2015. Each warrant is exercisable to purchase one share of common stock of Chart at an exercise price of \$11.50 during the period commencing on the later of (i) December 19, 2013 or (ii) 30 days following the consummation of the Business Combination, and expiring on the fifth anniversary of the consummation of the Business Combination.

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