

WRIGHT JOSEPH R JR  
Form 4  
December 21, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol  
Chart Acquisition Corp. [CACGU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
12/19/2012

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

Chief Executive Officer

C/O THE CHART GROUP L.P., 75  
ROCKEFELLER PLAZA, 14TH  
FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

NEW YORK, NY 10019

(City) (State) (Zip)

**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) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                             |
| Common Stock                    | 11/01/2012 <sup>(1)</sup>            | 12/19/2012 <sup>(1)</sup>                          | P                              |   | 12,500  | A  | \$237,500                         |
|                                 |                                      |  |                                |   |   | D  |                                   |

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.**

SEC 1474 (9-02)

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

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| 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. Transaction Code (Instr. 8) | 5. Number of 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) | 8. Pr Deri Secu (Inst |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------|
| Warrants                                   | \$ 11.5  | 11/01/2012 <sup>(1)</sup>            | 12/19/2012 <sup>(1)</sup>                          | P                              | 12,500  | <sup>(3)</sup> / <sup>(3)</sup>                          | Common Stock  | <sup>(2)</sup>        |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| WRIGHT JOSEPH R JR<br>C/O THE CHART GROUP L.P.<br>75 ROCKEFELLER PLAZA, 14TH FLOOR<br>NEW YORK,, NY 10019 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Joseph R. Wright  
12/21/2012

\*\*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) Reported securities acquired pursuant to that certain Second Amended and Restated Unit Subscription Agreement dated as of November 1, 2012 by and among the reporting person and the Issuer.
- The reported securities are included within 12,500 Units purchased by the reporting person for \$10.00 per Unit. Each Unit consists of one share of Common Stock and one warrant to purchase one share of Common Stock. Such shares and warrants, respectively, are identical to the shares of Common Stock and warrants, respectively, included in the units sold in the Issuer's initial public offering ("IPO"), except for those differences set forth in the Issuer's IPO prospectus filed with the Commission on December 14, 2012. Such shares and warrants, respectively, are also subject to certain transfer restrictions. Such warrants may be exercised for cash or on a cashless basis, and are not subject to being called for redemption.
- (2)
- Each warrant is exercisable to purchase one share of Common Stock at an exercise price of \$11.50 during the period commencing on the later of (i) twelve (12) months from the date of the closing of the Issuer's initial public offering or (ii) 30 days following the consummation of the Company's initial business combination (the "Business Combination"), and expiring on the fifth anniversary of the consummation of the Issuer's Business Combination.
- (3)

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.