#### ATLAS AIR WORLDWIDE HOLDINGS INC

Form 4 November 05, 2002

OMB	APPROVAL
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UNITED STATES 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(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

1.	Name and Address of Reporting Person*							
	Greene	Stephen	Α.					
	(Last)	(First)	(Middle)					
	Cahill Gordon & Reindel	, 80 Pine Street	Stephen A.  (First) (Middle)  ne Street  (Street)  NY 10005  (State) (Zip)  ling Symbol  Inc CGO  f Reporting Person, if an entity (volu					
		(Street)						
	New York	(Street)  NY 10005  (State) (Zip)  r or Trading Symbol oldings, Inc CGO						
	(City)		(Zip)					
2.	Issuer Name and Ticker	or Trading Symbol						
	Atlas Air Worldwide Holdings, Inc CGO							
3.	I.R.S. Identification No	umber of Reporting Pers	son, if an entity	(voluntary)				
4.	Statement for Month/Day	/Year						
	11/01/02							
5.	If Amendment, Date of O	riginal (Month/Day/Year	-)					

<sup>6.</sup> Relationship of Reporting Person(s) to Issuer (Check all applicable)

	X  Director							
7.								
====		Table I N	on-Derivative S or Benefi	ecurities Ac cially Owned		sed of,	==	
			2.	2A. Deemed		4. Securities Ac Disposed of ( (Instr. 3, 4	D)	(A) or
1. Title of Security (Instr. 3)		action Date	any	(Instr. 8)	(A) - or Amount (D)		Price	
Commo	on St	ock	11/01/02		A	7,368	A	1.23

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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	2. Conversion or Exercise Price	3.	3A. Deemed	4. Trans- action	5. Number of Derivative Securities Acquired (A) or Disposed		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
1. Title of Derivative Security	of Deriv- ative Secur-	Trans- action Date (mm/dd/	ion Date if any (mm/dd/	Code (Instr. 8)	of(D) (Instr. 4 and 5)	3,	(Month/D  Date Exer-	ay/Year)  Expira- tion		Amount or Number of
(Instr. 3)	ity 	уу)	уу)	Code V	(A) (	(D) 	cisable	Date	Title	Shares
Explanation								======		
/ - / Oh 1	7						11 /04	/00		

/s/ Stephen A. Greene 11/04/02

\*\*Signature of Reporting Person Date

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

- \* If the form is filed by more than one reporting person, see Instruction  $4\,(\text{b})\,(\text{v})$  .
- \*\* Intentional misstatements or omissions of facts constitute Federal

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 is insufficient, see Instruction 6 for procedure.

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