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ALLEN WILLIAM S
Form 5
February 05, 2003

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

ANNUAL 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 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

1. Name and Address of Reporting Person*

Allen William S.

(Last) (First) (Middle)

c/o Atlas Air Worldwide Holdings, 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. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

For fiscal year ended December 31, 2002

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

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vesting requirements.

/s/ William S. Allen

February 3, 2003

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.