

ALASKA COMMUNICATIONS SYSTEMS GROUP INC

Form 4

December 12, 2014

**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 \*  
**STEINBERG LEONARD**

(Last) (First) (Middle)

**C/O ALASKA  
COMMUNICATIONS  
SYSTEMS, 600 TELEPHONE AVE**

(Street)

**ANCHORAGE, AK 99503**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**ALASKA COMMUNICATIONS  
SYSTEMS GROUP INC [ALSK]**3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/10/2014**4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
SVP, Legal/Reg/Gov & Corp Sec.6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ 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) | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common stock, par value \$.01   | 12/10/2014                           |  | A                              | 2,388   | A   | \$ 0<br>(1)  | 279,755 D                         |
| Common stock, par value \$.01   | 12/10/2014                           |  | F                              | 2,388   | D   | \$ 1.88  | 277,367 D                         |

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

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(9-02)

**displays a currently valid OMB control number.**

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

| 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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Restricted stock units                     | \$ 0 <sup>(2)</sup>                                    | 12/10/2014                           |  | M                              | 2,388  | 12/10/2014 <sup>(3)</sup> 12/10/2014 <sup>(3)</sup>      | common stock  | 2,388                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| STEINBERG LEONARD<br>C/O ALASKA COMMUNICATIONS SYSTEMS<br>600 TELEPHONE AVE<br>ANCHORAGE, AK 99503 |               |           | SVP, Legal/Reg/Gov & Corp Sec. |       |

## Signatures

/s/Leonard A. Steinberg 12/11/2014

\_\_\_\_\_  
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) Amount represents the vested portion of a restricted stock unit award granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan.

(2) Restricted stock unit award under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan

Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan of  
(3) which the remaining 73,802 shares will vest in three equal annual installments beginning on the first company business day on or after March 1, 2015, or upon recipient's retirement from the company, whichever comes first.

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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