

ALASKA COMMUNICATIONS SYSTEMS GROUP INC

Form 4

March 19, 2015

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

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 *
EISENBERG DAVID C

2. Issuer Name **and** Ticker or Trading
Symbol

**ALASKA COMMUNICATIONS
SYSTEMS GROUP INC [ALSK]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

**600 TELEPHONE AVENUE, MS
#65**

(Street)

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

03/17/2015

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

SVP and Chief Revenue Ofcr

ANCHORAGE, AK 99503

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock, par value \$.01	03/17/2015		A		4,640	A	\$ 0 (1)
Common stock, par value \$.01	03/17/2015		F		1,228	D	\$ 1.69

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

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information contained in this form are not
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SEC 1474
(9-02)

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 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		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
restricted stock units	\$ 0 <u>(2)</u>	03/17/2015		A		88,757		<u>(3)</u>	<u>(3)</u>	common stock	88,757

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
EISENBERG DAVID C 600 TELEPHONE AVENUE, MS #65 ANCHORAGE, AK 99503	SVP and Chief Revenue Ofcr

Signatures

/s/Leonard Steinberg for David C.
Eisenberg
 Date 03/19/2015
 **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).
- (1) Performance stock unit award granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan and vested upon achievement of previously established performance criteria.
- (2) Amount represents a restricted stock unit award under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan. Restricted stock unit award granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan scheduled to vest in three equal annual installments beginning on the first company business day on or after March 1, 2016, generally subject to continued employment.

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.