

ALASKA COMMUNICATIONS SYSTEMS GROUP INC
 Form 4
 March 19, 2015

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 *
 Graham Wayne

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

(Last) (First) (Middle)

C/O ALASKA COMMUNICATIONS SYSTEMS, 600 TELEPHONE AVENUE, MS #65

3. Date of Earliest Transaction (Month/Day/Year)
 03/17/2015

(Street)

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

ANCHORAGE, AK 99503

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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	(A) or (D)	Price
Common stock, par value \$.01	03/17/2015		A		18,558	A	\$ 0 (1)
Common stock, par value \$.01	03/17/2015		F		4,909	D	\$ 1.69

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

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(9-02)

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. Amount or Number of Shares
restricted stock unit	(2)	03/17/2015		A	104,142	(3) (3)	common stock	104,142

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Graham Wayne
C/O ALASKA COMMUNICATIONS SYSTEMS
600 TELEPHONE AVENUE, MS #65
ANCHORAGE, AK 99503

Chief Financial Officer

Signatures

/s/ Leonard Steinberg for Wayne
Graham

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.

(3) 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.