

ALASKA COMMUNICATIONS SYSTEMS GROUP INC

Form 4

December 16, 2013

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 SECURITIESFiled 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)
12/13/20134. 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, \$.01 par value	12/13/2013		M	250 A	\$ 0 (1) 202,272	D	
common stock, \$.01 par value	12/13/2013		M	2,212 A	\$ 0 (2) 204,484	D	
common stock, \$.01 par value	12/13/2013		F	2,462 D	\$ 2.08 202,022	D	

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted stock units	\$ 0 ⁽¹⁾	12/13/2013		M	250	12/13/2013 ⁽³⁾	12/13/2013 ⁽³⁾	Common stock
Restricted stock units	\$ 0 ⁽²⁾	12/13/2013		M	2,212	12/13/2013 ⁽⁴⁾	12/13/2013 ⁽⁴⁾	Common stock

Reporting Owners

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

Signatures

/s/Leonard A. Steinberg 12/16/2013

**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) Restricted stock unit award under the Alaska Communications Systems Group, Inc. 1999 Stock Incentive Plan

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

(3)

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Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 1999 Stock Incentive Plan as part of a larger award, 15,934 shares of which have previously vested or surrendered to cover required payroll withholding taxes upon achievement of company performance goals and 7,716 that will vest on 1/1/2015, or upon the individual's retirement, whichever comes first.

- (4) Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan of which the remaining 68,376 shares will vest in three equal annual installments beginning on the first company business day on or after January 11, 2014, 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.

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