

Graham Wayne  
Form 4  
March 05, 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 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)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2013

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

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

(Street)

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

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

ANCHORAGE, AK 99503

(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, \$.01 par value	03/01/2013		M		2,787	A	\$ 0 (1)
common stock, \$.01 par value	03/01/2013		M		36,441	A	\$ 0 (1)
common stock, \$.01 par value	03/01/2013		A		20,504	A	\$ 0 (2)

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common  
 stock, \$.01 03/01/2013 F 17,788 D \$ 47,799 D  
 par value 1.78

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)
Restricted Stock Units	\$ 0 <sup>(1)</sup>	03/01/2013		M	2,787	03/01/2013 <sup>(3)</sup> 03/01/2013 <sup>(3)</sup>	Common Stock 2
Restricted Stock Units	\$ 0 <sup>(1)</sup>	03/01/2013		M	36,441	03/01/2013 <sup>(4)</sup> 03/01/2013 <sup>(4)</sup>	Common stock 36

## 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 03/05/2013

\_\_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. 2011 Incentive Award Plan
- (2) 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.

Represents 2,787 restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan as part

- (3) of a larger award. 2,787 units of which have previously vested and 2,788 unvested units subject to future time and/or employment conditions.

- (4) Restricted stock unit award granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan scheduled to vest on March 1, 2013, 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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