

Todd Michael R
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 *
Todd Michael R

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 AVE, MS #65
(Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Vice Pres, Eng. & Ops

ANCHORAGE, AK 99503

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

(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		3,270	A	\$ 0 (1)
common stock, \$.01 par value	03/01/2013		M		21,379	A	\$ 0 (1)
common stock, \$.01 par value	03/01/2013		M		3,500	A	\$ 0 (2)
common stock, \$.01	03/01/2013		A		15,348	A	\$ 0 (3)

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) Restricted stock unit award under the Alaska Communications Systems Group, Inc 1999 Stock Incentive Plan
- (3) 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.
- (4) Represents 3,270 restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan as part of a larger award. 3,270 units have previously vested and 3,271 units are subject to future time and/or employment conditions.
- (5) Restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan scheduled to vest on March 1, 2013, subject to continued employment.

Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 1999 Stock Incentive Plan as
- (6) part of a larger award. 3,500 units have previously vested on an accelerated basis due to company achievement of company performance goals and 3,500 units that are scheduled to vest on 1/1/2015, 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.