

# ALASKA COMMUNICATIONS SYSTEMS GROUP INC

Reported by  
**TODD MICHAEL R**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/03/17 for the Period Ending 03/01/17

Address	600 TELEPHONE AVENUE - ANCHORAGE, AK 99503
Telephone	9072973000
CIK	0001089511
Symbol	ALSK
SIC Code	4813 - Telephone Communications, Except Radiotelephone
Industry	Integrated Telecommunications Services
Sector	Telecommunication Services
Fiscal Year	12/31

# FORM 4

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

OMB APPROVAL  
OMB Number: 3235-0287  
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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Todd Michael R</b>		<b>ALASKA COMMUNICATIONS SYSTEMS GROUP INC [ ALSK ]</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Sr. VP, Consumer Market</b>	
(Last) (First) (Middle) <b>600 TELEPHONE AVE, MS #65</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>3/1/2017</b>			
(Street) <b>ANCHORAGE, AK 99503</b>		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	3/1/2017		M		62307	A	\$0.00 (1)	233476	D	
Common stock, par value \$.01	3/1/2017		F		19513	D	\$1.67	213963	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
restricted stock units	\$0.00 (1)	3/1/2017		M		19557	3/1/2017 (2)	3/1/2017 (2)	common stock	19557	(1)	0	D	
restricted stock units	\$0.00 (1)	3/1/2017		M		21869	3/1/2017 (3)	3/1/2017 (3)	common stock	21869	(1)	21871	D	
Restricted stock units	\$0.00 (1)	3/1/2017		M		20881	3/1/2017 (4)	3/1/2017 (4)	common stock	20881	(1)	41763	D	

### Explanation of Responses:

- (1) Restricted stock unit award under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan.
- (2) Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan as part of a larger award, of which 39,110 units have previously vested.
- (3) Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan as a part of a larger award. The remaining 21,871 units will vest on the first company business day on or after March 1, 2018, subject to continued employment.
- (4) Amount represents restricted stock units granted under the Alaska Communications Systems Group, Inc. 2011 Incentive Award Plan of which the remaining 41,763 units will vest in two equal annual installments beginning on the first company business day on or after March 1, 2018, subject to continued employment.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Todd Michael R</b> <b>600 TELEPHONE AVE, MS #65</b> <b>ANCHORAGE, AK 99503</b>			<b>Sr. VP, Consumer Market</b>	

### Signatures

/s/Diedre Williams for Michael R. Todd

3/3/2017

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

**POWER OF ATTORNEY**

Know all by these presents, the undersigned hereby constitutes and appoints each of the Company's Corporate Secretary, Assistant Corporate Secretary, Senior Vice President of Finance, Vice President of Human Resource, and Director of Accounting, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Alaska Communications Systems Group, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20 day of September, 2016.

*/s/Michael Todd  
Signature*

Michael Todd  
Print Name

Subscribed and sworn to before me this 20th day of September, 2016, at  
Anchorage, AK.

*/s/Jackline M. Choque  
Notary Public for the State of Alaska  
My Commission Expires: 12/21/19*