## Edgar Filing: HAWAIIAN HOLDINGS INC - Form 4

	N HOLDINGS IN	IC									
Form 4 February 12	. 2014										
									OMB AF	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EX Washington, D.C. 2										3235-0287	
Check this box if no longer						~~ .			Expires:	January 31, 2005	
subject t Section Form 4 o Form 5	o STATES 16. or Filed pu	MENT O	Estimated average burden hours per response 0.								
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 170			tility Hold	•	· ·		1935 or Section 0	1		
(Print or Type	Responses)										
7: a Hart			Symbol	ssuer Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
				AIIAN HOLDINGS INC [HA]				(Check all applicable)			
(Last)	(First) (	Middle)		f Earliest Tr Day/Year)	ransaction			Director 10% Owner			
	AIIAN HOLDIN KOAPAKA STF 50		02/07/2	•				X Officer (give below)		er (specify	
	(Street)			endment, Da nth/Day/Year	-			6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M	ne Reporting Pe	rson	
HONOLUI	LU, HI 96819							Person			
(City)	(State)	(Zip)	Tab	le I - Non-E	Derivative S	Securi	ties Acq	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	eurity (Month/Day/Year) Execution Date, if			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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)	
Common Stock	02/07/2014			F	1,487 (2)	D	\$ 10.24	92,597	D		
Common Stock	02/07/2014			F	2,133 (3)	D	\$ 10.24	90,464	D		
Common Stock	02/10/2014			А	11,000 (1)	А	\$0	101,464	D		
Common Stock	02/10/2014			F	3,809 (4)	D	\$ 10.06	97,655	D		
Common Stock	02/10/2014			F	1,709 (5)	D	\$ 10.06	95,946	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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)	4. Transac Code (Instr. 8	5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Titl Amou Under Securi (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Zia Hoyt C/O HAWAIIAN HOLDINGS, INC. 3375 KOAPAKA STREET, SUITE G-350 HONOLULU, HI 96819				Secretary				
Signatures								
/s/ Hoyt Zia	02/12/2014							

#### \*\*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).
- Represents shares of common stock issued upon the vesting of performance based RSUs granted on February 7, 2011. The compensation (1)committee of the Board of Directors certified the applicable performance metrics achieved on February 10, 2014.
- Represents shares of common stock retained by the Issuer for tax withholding purposes in connection with the distribution of shares of (2)common stock pursuant to vesting of RSUs granted on February 7, 2011.
- Represents shares of common stock retained by the Issuer for tax withholding purposes in connection with the distribution of shares of (3)common stock pursuant to vesting of RSUs granted on February 7, 2013.

(4)

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Represents shares of common stock retained by the Issuer for tax withholding purposes in connection with the distribution of shares of common stock pursuant to vesting of performance-based RSUs granted on February 7, 2011.

(5) Represents shares of common stock retained by the Issuer for tax withholding purposes in connection with the distribution of shares of common stock pursuant to vesting of RSUs granted on February 8, 2012.

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.