Edgar Filing: HAWAIIAN HOLDINGS INC - Form 4

HAWAIIAN Form 4 February 24,	HOLDINGS IN 2009	C								
									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check thi if no long	er							Expires:	January 31, 2005	
subject to Section 1 Form 4 or	6. STATEN	F CHAI	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					average Jrs per		
Form 5 obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(a) of the l	Public U		ding Cor	npany Ac	unge Act of 1934, t of 1935 or Secti 1940			
(Print or Type R	Responses)									
1. Name and A Osborne Day	2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer						
			HAWA	AIIAN HC	DLDING	S INC [H.	A] (Check all applicable)			
(Last)	(First) (I	Middle)		of Earliest T	ransaction		Director	100	% Owner	
C/O HAWA INC., 3375 I SUITE G-35	(Month/Day/Year) 02/20/2009			Officer (give title Other (specify below) below) EVP & CIO of Hawaiian Airlines						
(Street)				4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
HONOLUL	Filed(Month/Day/Year)			Form filed by	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities .	Acquired, Disposed	of, or Beneficia	lly Owned	
	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	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	(D) Price	;			
Reminder: Rep	ort on a separate line	for each cl	ass of sec	urities benef						
					inforn requii	nation con red to resp ays a curre	spond to the colle tained in this forn oond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab			curities Acq ls, warrants			r Beneficially Owned securities)	d		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorDerivative	Expiration Date	Underlying Securities

8 I

Edgar Filing: HAWAIIAN HOLDINGS INC - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 3.78 <u>(1)</u>	02/20/2009		А	60,000	(2)	02/20/2014	Common Stock	60,000
Deferred Stock Units	<u>(3)</u>	02/20/2009		А	25,000	(4)	(4)	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Osborne David J. C/O HAWAIIAN HOLDINGS, INC. 3375 KOAPAKA STREET, SUITE G-350 HONOLULU, HI 96819			EVP & CIO of Hawaiian Airlines				
Signatures							

/s/ David J. Osborne <u>**</u>Signature of Reporting Person 02/20/2009 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) In accordance with the Company's 2005 Stock Incentive Plan, the exercise price per share of the options is the closing price of the Common Stock on the NASDAQ Stock Market on the date of grant.
- (2) The options vest at the rate of 33 1/3% per year beginning on the first anniversary of the date of grant.
- (3) 1-for-1
- The deferred stock units vest at the rate of 33 1/3% per year beginning on the first anniversary of the date of grant. The shares of(4) Common Stock underlying such deferred stock units are distributable at any time within 90 days following the date on which such deferred stock units become fully vested.

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.