

Hawaiian Telcom Holdco, Inc.
Form 4
March 12, 2014

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 *
Komeiji John T

2. Issuer Name and Ticker or Trading Symbol
Hawaiian Telcom Holdco, Inc.
[HCOM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/12/2012

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP & General Counsel

C/O HAWAIIAN TELCOM
HOLCO, INC., 1177 BISHOP
STREET

(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

HONOLULU, HI 96813

(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)
				(A) or (D)	Price		
Common Stock	03/12/2012		D	144 ⁽¹⁾	\$ 0	D	
Common Stock	03/11/2013		D	1,025 ⁽²⁾	\$ 0	D	
Common Stock	03/11/2013		F	1,902 ⁽³⁾	\$ 20.14	D	
Common Stock	03/12/2013		F	435 ⁽⁴⁾	\$ 20.34	D	
	10/28/2013		F		\$ 27.1	D	

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Common Stock				1,794 (5)				
Common Stock	03/10/2014		F	2,465 (6)	D	\$ 29.38	49,368	D
Common Stock	03/10/2014		A	523 (7)	A	\$ 0	49,891	D

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

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Komeiji John T
C/O HAWAIIAN TELCOM HOLCO, INC.
1177 BISHOP STREET
HONOLULU, HI 96813

SVP & General Counsel

Signatures

s/ Francis K. Mukai, as Attorney-in-Fact for John T. Komeiji

03/12/2014

__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).
- (1) The shares were forfeited from the 2010 grant for failure to meet 100% of 2011 performance target.
- (2) 825 Shares were forfeited from the 2010 grant for failure to meet 100% of 2012 performance targets and 200 Shares were forfeited from the 2012 grant for failure to meet 100% of 2012 performance targets.
- (3) Shares were withheld by the Issuer in payment of the withpholding tax liability. The amount of shares withheld is based on the closing price on March 11, 2013.
- (4) Shares were withheld by the Issuer in payment of the withpholding tax liability. The amount of shares withheld is based on the closing price on March 12, 2013.
- (5) Shares were withheld by the Issuer in payment of the withpholding tax liability. The amount of shares withheld is based on the closing price on October 28, 2013.
- (6) Shares withheld by the Issuer in payment of the withholding tax liability. The amount of shares withheld is based on the closing price on March 10, 2014.
- (7) 420 additional shares were granted pursuant to the 2010 grant based on exceeding 2013 performance targets and 103 additional shares were granted pursuant to the 2012 grant based exceeding 2013 performance targets.

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.