HAWAIIAN HOLDINGS INC

Form 4 October 02, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ANDERSON GREGORY

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

HAWAIIAN HOLDINGS INC [HA]

09/30/2008

(Check all applicable)

(Last) (First)

(Middle)

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

_X__ Director Officer (give title

10% Owner Other (specify

C/O HAWAIIAN HOLDINGS. INC., 3375 KOAPAKA STREET,

(Street)

SUITE G-350

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

HONOLULU, HI 96819

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction 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	09/30/2008		Code V M	Amount 8,000	(D)	Price \$ 2.92	8,000	D	
Common Stock	09/30/2008		M	15,000	A	\$ 4.25	23,000	D	
Common Stock	09/30/2008		M	6,667	A	\$ 3.85	29,667	D	
Common Stock	09/30/2008		M	3,334	A	\$ 3.85	33,001	D	
Common Stock	09/30/2008		S	33,001	D	\$ 8.8698	0	D	

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

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SEC 1474 (9-02)

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock options	\$ 2.92	09/30/2008		M	8,000	<u>(1)</u>	08/23/2012	Common Stock	8,000
Stock options	\$ 4.25	09/30/2008		M	15,000	(2)	08/10/2015	Common Stock	15,000
Stock options	\$ 3.85	09/30/2008		M	6,667	(3)	05/31/2016	Common Stock	6,667
Stock options	\$ 3.85	09/30/2008		M	3,334	<u>(4)</u>	05/30/2017	Common Stock	3,334

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ANDERSON GREGORY C/O HAWAIIAN HOLDINGS, INC. 3375 KOAPAKA STREET, SUITE G-350 HONOLULU, HI 96819

X

Signatures

/s/ Gregory S. 10/01/2008 Anderson

**Signature of Reporting Date

Person

Reporting Owners 2

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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) Options became fully vested on February 24, 2003.
- (2) Options vested in three equal annual installments commencing August 10, 2006.
- (3) Options to purchase 3,334 shares of common stock vested on May 31, 2007 and options to purchase 3,333 shares of common stock vested on May 31, 2008.
- (4) Options vested on May 30, 2008.

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.