

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 *
 YEAMAN ERIC K

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)
 Chief Executive Officer

C/O HAWAIIAN TELCOM HOLDCO, 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 | 719 ⁽¹⁾ | \$ 0 | D | D |
| Common Stock | 03/11/2013 | | D | 4,866 ⁽²⁾ | \$ 0 | D | D |
| Common Stock | 03/11/2013 | | F | 7,525 ⁽³⁾ | \$ 20.14 | D | D |
| Common Stock | 10/28/2013 | | F | 7,677 ⁽⁴⁾ | \$ 27.1 | D | D |
| | 03/10/2014 | | F | | | D | D |

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| | | | | | | | | | | |
|--------------|------------|--|---------------|--------------|---|------|---------|---|-----------------|--|
| Common Stock | | | 11,412 (5) | \$ | | | | | | |
| Common Stock | 03/10/2014 | | A | 2,477 (6) | A | \$ 0 | 240,589 | D | | |
| Common Stock | | | | | | | 14,000 | I | Revocable Trust | |

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

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. 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. 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. Nu |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------|
| | | | | 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

YEAMAN ERIC K
C/O HAWAIIAN TELCOM HOLDCO, INC.
1177 BISHOP STREET
HONOLULU, HI 96813

X

Chief Executive Officer

Signatures

s/ Francis K. Mukai, as Attorney-in-Fact for Eric K. Yeaman

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) 4,160 shares were forfeited from the 2010 grant for failure to meet 100% of 2012 performance targets and 706 Shares were forfeited from the 2012 grant for failure to meet 100% of 2012 performance targets.
- (3) 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 11, 2013.
- (4) Shares withheld by the Issuer in payment of the withholding tax liability. The amount of shares withheld is based on the closing price on October 28, 2013.
- (5) 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.
- (6) 2,117 additional shares were granted pursuant to the 2010 grant based on exceeding 2013 performance targets and 360 additional shares were granted pursuant to the 2012 grant based on exceeding 2013 performance targets.

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