

HAWAIIAN HOLDINGS INC  
Form 8-K  
May 17, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported):

**May 16, 2011**

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**HAWAIIAN HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**1-31443**  
(Commission File Number)

**71-0879698**  
(IRS Employer  
Identification No.)

**3375 Koapaka Street, Suite G-350**

**Honolulu, HI 96819**

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(Address of principal executive offices, including zip code)

**(808) 835-3700**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On April 19, 2011, Hawaiian Holdings, Inc. (the Company ) filed with the Securities and Exchange Commission a definitive Proxy Statement on Schedule 14A (the Proxy Statement ) relating to its Annual Meeting of Stockholders to be held on May 31, 2011. Subsequent to such filing, the Company learned that Institutional Shareholder Services Inc. ( ISS ) had recommended that the Company stockholders withhold their votes for the re-election of Crystal K. Rose as a director of the Company because ISS, based on its reading of the Proxy Statement, believed that Ms. Rose attended fewer than 75% of the aggregate of all board and committee meetings that she was obligated to attend. The Company hereby clarifies and confirms that Ms. Rose did in fact attend more than 75% of the aggregate of all board and committee meetings that she was obligated to attend, and in fact attended more than 91% of all such meetings.

The Company understands that, given this clarification, ISS will reconsider its recommendation with respect to the re-election of Ms. Rose.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Hawaiian Holdings, Inc.**

Date: May 16, 2011

By: /s/ Hoyt H. Zia  
Hoyt H. Zia  
Secretary