

ALASKA COMMUNICATIONS SYSTEMS GROUP INC

Form 8-K/A

January 25, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

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

Date of Report (Date of earliest event reported): January 18, 2019

ALASKA COMMUNICATIONS SYSTEMS GROUP, INC.

(Exact name of registrant as specified in its charter)

Delaware 000-28167 52-2126573
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

600 Telephone Avenue, Anchorage, Alaska 99503-6091
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code 907 - 297 - 3000

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

EXPLANATORY NOTE

On January 23, 2019, Alaska Communications Systems Group, Inc., a Delaware corporation (the “Corporation”) filed a Current Report on Form 8-K to report that, on January 18, 2019, the Board of Directors (the “Board”) of the Corporation approved the extension of the deadline for stockholders to provide the Company with advance notices of the nomination of director candidates and the proposal of other business to be considered at the Corporation’s 2019 Annual Meeting of Stockholders from 5:00 p.m. Alaska time on February 25, 2019 to 5:00 p.m. Alaska time on March 15, 2019. The purpose of this amendment to that Current Report on Form 8-K is to publicly file the Corporation’s Amended and Restated By-Laws that the Board approved and adopted on January 18, 2019 (the “Amended and Restated By-Laws”) in connection with authorizing the extension of the advance notices deadline. Accordingly, a copy of the Amended and Restated By-Laws is attached hereto as Exhibit 3.2 and is incorporated by reference herein.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

The disclosure provided under “Explanatory Note” above is incorporated by reference into this Item 5.03 in its entirety.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

See the Exhibit Index below, which is incorporated by reference herein.

EXHIBIT INDEX

Exhibit No. Description

3.2 The Corporation’s Amended and Restated By-Laws as amended and restated as of January 18, 2019

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.

Date: January 25, 2019 Alaska Communications Systems Group, Inc.

/s/ Leonard A. Steinberg

Leonard A. Steinberg

Corporate Secretary