

HAWAIIAN HOLDINGS INC  
Form 8-K  
May 24, 2013

**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 22, 2013**

**HAWAIIAN HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

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

**001-31443**  
(Commission File Number)

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

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

**Honolulu, HI 96819**

(Address of principal executive offices, including zip code)

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(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 5.07 Submission of Matters to a Vote of Security Holders.**

On May 22, 2013, Hawaiian Holdings, Inc (the Company ) held its 2013 Annual Meeting of Stockholders (the Annual Meeting ) at 10:00 AM, local time, at The Hilton Hawaiian Village Beach Resort and Spa, 2005 Kalia Road, Honolulu, HI 96815, for the following purposes:

Proposal No. 1 To elect eight directors from among the nominees described in the Company s 2013 proxy statement filed with the Securities and Exchange Commission on April 12, 2013.

Proposal No. 2 To ratify Ernst & Young LLP as the Company s independent registered public accounting firm for the fiscal year ending December 31, 2013.

Proposal No. 3 To approve, on an advisory basis, the compensation of the Company s named executive officers, as described in the Company s 2013 proxy statement filed with the Securities and Exchange Commission on April 12, 2013.

Only stockholders of record at the close of business on March 25, 2013, the record date, were entitled to vote at the Annual Meeting. At the record date, 51,919,060 shares of Common Stock and 3 shares of Special Preferred Stock were issued and outstanding. Each share of Common Stock and Special Preferred Stock was entitled to one vote. The Company had no other class of voting securities outstanding and entitled to vote at the meeting. A total of 44,351,672 shares of Common Stock and Special Preferred Stock or 85.4% of total shares outstanding were voted representing a quorum of stockholders entitled to vote at the meeting for the transaction of business.

**RESULTS OF THE STOCKHOLDER VOTE:**

Proposal No. 1 Election of Directors.

| Proposal                           | Votes For  | Votes Withheld | Broker Non-Votes | Outcome |
|------------------------------------|------------|----------------|------------------|---------|
| Election of Gregory S. Anderson    | 36,459,978 | 232,427        | 7,659,267        | Elected |
| Election of Mark B. Dunkerley      | 36,512,914 | 180,211        | 7,659,267        | Elected |
| Election of Lawrence S. Hershfield | 36,558,857 | 133,548        | 7,659,267        | Elected |
| Election of Randall L. Jenson      | 36,401,536 | 290,869        | 7,659,267        | Elected |
| Election of Bert T. Kobayashi, Jr. | 36,527,949 | 164,456        | 7,659,267        | Elected |
| Election of Tomoyuki Moriizumi     | 36,123,786 | 312,957        | 7,659,267        | Elected |

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|                              |            |         |           |         |
|------------------------------|------------|---------|-----------|---------|
| Election of Crystal K. Rose  | 36,455,540 | 236,865 | 7,659,267 | Elected |
| Election of Richard N. Zwern | 36,491,207 | 201,201 | 7,659,267 | Elected |

Proposal No. 2                      Ratification of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.

| Votes For  | Votes Against | Votes Abstaining | Broker Non-Votes | Outcome  |
|------------|---------------|------------------|------------------|----------|
| 43,954,048 | 198,090       | 199,534          | 0                | Approved |

Proposal No. 3                      Approval, on an advisory basis, of the compensation of the Company's named executive officers, as described in the Company's 2013 proxy statement filed with the Securities and Exchange Commission on April 12, 2013.

| Votes For  | Votes Against | Votes Abstaining | Broker Non-Votes | Outcome  |
|------------|---------------|------------------|------------------|----------|
| 35,400,222 | 971,027       | 321,156          | 7,659,267        | Approved |

**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 24, 2013

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