

HAWAIIAN HOLDINGS INC  
Form 8-K  
January 14, 2015

**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):

**January 12, 2015**

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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**

(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 5.02**                      **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 12, 2015, Scott E. Topping ceased serving as Executive Vice President, Chief Financial Officer and Treasurer of Hawaiian Holdings, Inc. ( Holdings ) and its wholly-owned subsidiary, Hawaiian Airlines, Inc. (the Company ), effective immediately. On January 12, 2015, Shannon Okinaka, the Company s Vice President - Controller, was appointed as Interim Chief Financial Officer and Senior Vice President of Holdings and the Company, effective immediately.

Ms. Okinaka, age 40, has served as the Company s Vice President Controller since 2011. She joined the Company in 2005 as Senior Director Sarbanes Oxley Compliance and Special Projects. Ms. Okinaka received a Bachelor of Business Administration degree in Accounting and Management Information Systems from the University of Hawai i at Mānoa.

Ms. Okinaka does not have a family relationship with any member of the board of directors or any executive officer of Holdings or the Company, and Ms. Okinaka has not been a participant or had an interest in any transaction with Holdings or the Company that is reportable under Item 404(a) of Regulation S-K.

A copy of the press release announcing Mr. Topping s departure and Ms. Okinaka appointment is attached hereto as Exhibit 99.1.

***Compensatory Arrangement with Shannon Okinaka***

In connection with her change in position, Ms. Okinaka s base salary was increased to \$265,000 per year and her target annual bonus percentage was increased to 60%.

***Severance Arrangement with Scott E. Topping***

In connection with his separation from the company and in exchange for signing a release of claims against the company, Mr. Topping will be paid his base salary until the first anniversary of his last day of employment and he will receive a prorated bonus for calendar year 2015.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release dated January 14, 2015.

**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: January 14, 2015

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

**EXHIBIT INDEX**

99.1 Press Release dated January 14, 2015.

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