

Edgar Filing: ALASKA AIR GROUP INC - Form 8-A12B/A

ALASKA AIR GROUP INC

Form 8-A12B/A

April 15, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A/A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

ALASKA AIR GROUP, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State of incorporation
or organization)

91-1292054
(IRS Employer
Identification No.)

19300 Pacific Highway South
Seattle, Washington
98188
(206) 431-7040
(address and phone number of principal
executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each Class
to be so registered
-- -- --

Name of exchange on
which each class is to
be registered
--

Right to Purchase Series A
Participating Preferred Stock,
\$1.00 par value per share

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant
to Section 12(b) of the Exchange Act and is effective pursuant to General
Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities pursuant
to Section 12(g) of the Exchange Act and is effective pursuant to General
Instruction A.(d), check the following box. []

Securities Act registration statement file number to which this form
relates: 001-08957

Securities to be registered pursuant to Section 12(g) of the Act:

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None
(Title of Class)

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ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

Alaska Air Group, Inc., a Delaware corporation, (the "Company") and EquiServe Trust Company, N.A. as successor rights agent (the "Rights Agent") to Fleet National Bank (f/k/a The First National Bank of Boston), a national banking association, entered into an Amendment to the Rights Agreement dated as of April 15, 2002 (the "Amendment") amending the Amended and Restated Rights Agreement (the "Rights Agreement") dated as of August 7, 1996, between the Company and the Rights Agent in order to amend the Rights Agreement to provide that the "Final Expiration Date" be the close of business on April 15, 2002.

The foregoing description of the Amendment is qualified in its entirety by reference to the full text of the Amendment, which is attached hereto as Exhibit 2 and is incorporated herein by reference, and to the Amended and Restated Rights Agreement which was attached as Exhibit 2.1 to the Form 8-A/A filed by the Company on August 8, 1996 and is incorporated herein by reference.

ITEM 2. EXHIBITS.

1. Amended and Restated Rights Agreement, dated as of August 7, 1996 between Alaska Air Group, Inc. and The First National Bank of Boston, as the Rights Agent (filed as Exhibit 2.1 to the Form 8-A/A of the Company (File No.1-8957) filed on August 8, 1996 and incorporated by reference herein).
2. Amendment No. 1 to the Amended and Restated Rights Agreement dated as of April 15, 2002, between Alaska Air Group, Inc. and EquiServe Trust Company, N.A. as successor rights agent to Fleet National Bank (f/k/a The First National Bank of Boston), as the Rights Agent (filed herewith).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned thereunto duly authorized.

Date: April 15, 2002

ALASKA AIR GROUP, INC.
(Registrant),

by:/s/Bradley D. Tilden

Bradley D. Tilden
Executive Vice President/Finance and Chief
Financial Officer

EXHIBIT INDEX

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