

SCHAEFER JOHN F JR
 Form 4
 May 04, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SCHAEFER JOHN F JR

2. Issuer Name and Ticker or Trading Symbol
 ALASKA AIR GROUP INC [ALK]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 C/O ALASKA AIR GROUP
 INC, 19300 INTERNATIONAL
 BLVD
 (Street)
 SEATTLE, WA 98188
 (City) (State) (Zip)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/03/2010

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 VP/FINANCE AND TREASURER

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (D) | Price |
| COMMON STOCK | 05/03/2010 | | M | | 2,520 | A | \$ 27.49 |
| COMMON STOCK | 05/03/2010 | | M | | 1,146 | A | \$ 17.88 |
| COMMON STOCK | 05/03/2010 | | M | | 1,690 | A | \$ 27.56 |
| COMMON STOCK | 05/03/2010 | | S | | 5,356 | D | \$ 45 |
| COMMON STOCK ⁽¹⁾ | | | | | | | 10,980 |

| | | | |
|-----------------------------|-------|---|------------|
| COMMON STOCK ⁽²⁾ | 707 | I | ESOP TRUST |
| COMMON STOCK | 1,646 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |
| EMP STOCK OPTION (RT TO BUY) | \$ 27.49 | 05/03/2010 | | M | 2,520 | 02/08/2009 ⁽³⁾ 02/08/2018 | COMMON | 2,520 | |
| EMP STOCK OPTION (RT TO BUY) | \$ 17.88 | 05/03/2010 | | M | 1,146 | 06/12/2009 ⁽⁴⁾ 06/12/2018 | COMMON | 1,146 | |
| EMP STOCK OPTION (RT TO BUY) | \$ 27.56 | 05/03/2010 | | M | 1,690 | 01/29/2010 ⁽⁵⁾ 01/29/2019 | COMMON | 1,690 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SCHAEFER JOHN F JR
C/O ALASKA AIR GROUP INC
19300 INTERNATIONAL BLVD
SEATTLE, WA 98188

VP/FINANCE AND TREASURER

Signatures

KAREN A. GRUEN, ATTORNEY IN FACT FOR JOHN F.
SCHAEFER, JR.

05/04/2010

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) STOCK UNITS AWARDED UNDER THE 2004 LONG-TERM INCENTIVE EQUITY AND 2008 PERFORMANCE INCENTIVE PLANS; SUBJECT TO FORFEITURE.
- (2) SHARES HELD IN AN ALASKA AIR GROUP, INC. EMPLOYEE STOCK OWNERSHIP 401(K) PLAN TRUST AS OF DECEMBER 31, 2009.
- (3) THE OPTIONS VESTED IN TWO INSTALLMENTS ON 02/08/09 AND 02/08/10; REMAINING OPTIONS WILL CONTINUE TO VEST IN EQUAL INSTALLMENTS ON 02/08/11 AND 02/08/12
- (4) REMAINING OPTIONS WILL CONTINUE TO VEST IN EQUAL INSTALLMENTS ON 06/12/10, 06/12/11 AND 06/12/12.
- (5) REMAINING OPTIONS WILL CONTINUE TO VEST IN EQUAL INSTALLMENTS ON 01/29/11, 01/29/12 AND 01/29/13.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.