Inouye Craig T Form 3 December 03, 2010

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per response...

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Hawaiian Telcom Holdco, Inc. [HCOM] A Inouye Craig T (Month/Day/Year) 12/03/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O HAWAIIAN TELCOM (Check all applicable) HOLDCO, INC., 1177

BISHOP STREET 10% Owner Director (Street) _X__ Officer Other (give title below) (specify below)

SVP - Sales

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

Form filed by More than One Reporting Person

HONOLULU. HIÂ 96813

(City)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

(State)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

or Indirect (I) (Instr. 5)

Â D

Restricted Stock Units

 $28,758 \frac{(1)}{2}$

SEC 1473 (7-02)

4.

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

(Zip)

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.

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative Derivative Security:

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Date Expiration Title Exercisable Date

Amount or Security Number of Shares Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Inouye Craig T

C/O HAWAIIAN TELCOM HOLDCO, INC. 1177 BISHOP STREET HONOLULU, HIÂ 96813

Â SVP - Sales Â

Signatures

/s/ Craig Inouye 12/03/2010

**Signature of Date

Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

50% of the restricted stock units vest in four equal annual installments with the vesting dates beginning October 28, 2011 and ending October 28, 2014. The remaining 50% of the restricted stock units vest in four equal installments on each date in 2012, 2013, 2014 and

(1) 2015 when the compensation committee determines if certain performance criteria for each of the fiscal years 2011, 2012, 2013 and 2014 are satisfied, which date shall be not later than the earlier of (i) 30 days following the completion of the annual audited financials and (ii) April 30th of year of the year following the performance year.



Remarks:

Exhibit 24: Power of Attorney

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.

Reporting Owners 2