

FEINBERG STEPHEN  
Form 4  
February 04, 2011

**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 \*  
FEINBERG STEPHEN

2. Issuer Name and Ticker or Trading Symbol  
Hawaiian Telcom Holdco, Inc.  
[HCOM]

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

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/02/2011

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_X\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

C/O CERBERUS CAPITAL MANAGEMENT, L.P., 299 PARK AVENUE - 22ND FLOOR

(Street)

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

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

NEW YORK, NY 10171

(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.01	02/02/2011		S		150,000	D	\$ 24.4	986,042 <sup>(1)</sup> / <sub>(2)</sub>	I	By limited liability company <sup>(1)</sup> / <sub>(2)</sub>
Common Stock, par value \$0.01	02/02/2011		S		57,000	D	\$ 24.4754	929,042 <sup>(1)</sup> / <sub>(2)</sub>	I	By limited liability company <sup>(1)</sup> / <sub>(2)</sub>

## Edgar Filing: FEINBERG STEPHEN - Form 4

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.**

SEC 1474  
(9-02)

**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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
				Code	V	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director    10% Owner    Officer    Other

FEINBERG STEPHEN  
C/O CERBERUS CAPITAL MANAGEMENT, L.P.  
299 PARK AVENUE - 22ND FLOOR  
NEW YORK, NY 10171

X

## Signatures

/s/ Stephen  
Feinberg

02/02/2011

\_\_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) As of February 2, 2011, Cerberus Series Four Holdings, LLC holds 929,042 shares of common stock, par value \$0.01 per share (the "Common Stock"), of Hawaiian Telcom Holdco, Inc. (the "Company") and warrants to acquire 186,747 shares of Common Stock. The 929,042 shares of Common Stock held by Cerberus Series Four Holdings, LLC includes 46,709 shares of Common Stock that Cerberus Series Four Holdings, LLC received in connection with the settlement of certain trades of senior secured bankruptcy claims, which claims pertained to the Company's outstanding senior secured debt issued under the Company's Amended and Restated Credit Agreement, dated as of June 1, 2007. These trades were executed prior to the registration of the Common Stock under the Securities Exchange Act of 1934, as amended (the "Act"), and thus, the acquisition of the 46,709 shares of Common Stock is not subject to Section 16 of the Act and is being reported herein for informational purposes only.

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- Stephen Feinberg, through one or more entities, possesses the sole power to vote and the sole power to direct the disposition of all
- (2) securities of the Company held by Cerberus Series Four Holdings, LLC. Mr. Feinberg's interest in the securities reported herein is limited to the extent of his pecuniary interest in Cerberus Series IV Holdings, LLC, if any.

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.