

ALASKA AIR GROUP, INC.
Form DEFA14A
March 24, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Alaska Air Group, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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 control number.

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on May 4, 2017.**

Meeting Information

ALASKA AIR GROUP, INC.

Meeting Type: Annual Meeting
For holders as of: March 10, 2017
Date: May 4, 2017 **Time:** 2:00 PM Pacific
Time

Location: Meeting live via the Internet-please visit
alk.onlineshareholdermeeting.com.

The company will host the meeting live via the Internet. To attend the meeting via the Internet please visit alk.onlineshareholdermeeting.com and be sure to have the information that is printed in the box marked by the arrow (located on the following page).

ALASKA AIR GROUP, INC.

P.O. BOX 68947

SEATTLE, WA 98168

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

PROXY STATEMENT AND FORM 10-K

How to View Online:

Have available the information that is printed in the box marked by the arrow (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET*: www.proxyvote.com
BY 1-800-579-1639
- 2) *TELEPHONE*:
- 3) *BY E-MAIL**: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 20, 2017 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote By Internet:

Before The Meeting:

Go to *www.proxyvote.com*. Have available the information that is printed in the box marked by the arrow (located on the following page) and follow the instructions.

During The Meeting:

Go to *alk.onlineshareholdermeeting.com*. Have available the information that is printed in the box marked by the arrow (located on the following page) and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

The Board of Directors recommends a vote FOR all the nominees listed, a vote FOR Proposals 2, 4 and 5, 1 Year for Proposal 3, and a vote AGAINST Proposal 6.

1. Election of Directors

Nominees:

1a. Patricia M. Bedient

1b. Marion C. Blakey

1c. Phyllis J. Campbell

1d. Dhiren R. Fonseca

1e. Jessie J. Knight, Jr.

1f. Dennis F. Madsen

1g. Helvi K. Sandvik

1h. J. Kenneth Thompson

1i. Bradley D. Tilden

1j. Eric K. Yeaman

2. Advisory vote to approve the compensation of the Company's Named Executive Officers.

3. Advisory vote to approve the frequency of the advisory vote to approve the compensation of the Company's Named Executive Officers.

4. Approve an amendment to the Company's Certificate of Incorporation to increase the number of authorized shares of common stock.
 5. Ratification of the appointment of KPMG LLP as the Company's independent registered public accountants for the fiscal year 2017.
 6. Consider a stockholder proposal regarding changes to the Company's proxy access bylaw.
- NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.

