

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

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

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

1. Name and Address of Reporting Person *
TILDEN BRADLEY D

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

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) (Middle)

19300 INTERNATIONAL BLVD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/26/2011

(Check all applicable)

_____ Director	_____ 10% Owner
_____ Officer (give title below)	_____ Other (specify below)

PRESIDENT/ALASKA AIRLINES

SEATTLE, WA 98188

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

(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK 401(K)								3,576 ⁽¹⁾	I	ESOP TRUST
RESTRICTED STOCK UNIT <u>(2)</u>								33,744	D	
COMMON STOCK	05/26/2011		G	V	2,985	D	\$ 0	24,051	D	
COMMON STOCK	06/14/2011		M		12,900	A	\$ 32.96	36,951	D	
	06/14/2011		M		7,700	A	\$ 27.4	44,651	D	

COMMON
STOCK

COMMON STOCK	06/14/2011	M	20,550	A	\$ 27.49	65,201	D
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COMMON STOCK	06/14/2011	M	21,069	A	\$ 27.56	86,270	D
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COMMON STOCK	06/14/2011	S	54,719	D	\$ 64.9264	31,551	D
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COMMON STOCK	06/14/2011	S	5,100	D	\$ 65.6393	26,451	D
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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
EMPLOYEE STOCK OPTION (RT TO BUY)	\$ 32.96	06/14/2011		M	12,900	08/30/2006 08/30/2015	COMMON STOCK
EMPLOYEE STOCK OPTION (RT TO BUY)	\$ 27.4	06/14/2011		M	7,700	06/14/2008 06/14/2017	COMMON STOCK
EMPLOYEE STOCK OPTION (RT TO BUY)	\$ 27.49	06/14/2011		M	20,550	02/08/2009 ⁽³⁾ 02/08/2018	COMMON STOCK
EMPLOYEE STOCK OPTION (RT TO BUY)	\$ 27.56	06/14/2011		M	21,069	01/29/2010 ⁽⁴⁾ 01/29/2019	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TILDEN BRADLEY D 19300 INTERNATIONAL BLVD SEATTLE, WA 98188			PRESIDENT/ALASKA AIRLINES	

Signatures

/s/ Jeanne Gammon Attorney-in-Fact for Bradley D.
Tilden

06/16/2011

__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) SHARES HELD IN THE ALASKA AIR GROUP INC. EMPLOYEE STOCK OWNERSHIP 401(K) PLAN TRUST AS OF DECEMBER 31, 2010.
 - (2) STOCK UNITS AWARDED UNDER THE ISSUER'S 2008 PERFORMANCE INCENTIVE PLAN; SUBJECT TO FORFEITURE.
 - (3) OPTIONS VESTED IN FOUR EQUAL ANNUAL INSTALLMENTS; REMAINING OPTIONS WILL VEST ON 02/08/2012.
 - (4) OPTIONS VESTED IN FOUR EQUAL ANNUAL INSTALLMENTS; 10,534 REMAINING OPTIONS WILL VEST ON 01/29/2012 AND 10,535 WILL VEST ON 01/29/2013.

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.