

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>LOWBER JOHN M</b>			2. Issuer Name and Ticker or Trading Symbol <b>GENERAL COMMUNICATION INC [GNCMA]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Sr VP, CFO, Secretary, Treas.</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>09/08/2009</b>					
2550 DENALI STREET, SUITE 1000			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)								
ANCHORAGE, AK 99503								
(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			
Class A Common Stock	09/08/2009		A		226,078 <u>(1)</u>	A	<u>(1)</u>	305,401	D	
Class A Common Stock								28,321	I	by Trust <u>(2)</u>

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

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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)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$ 6.50	09/08/2009		D		150,000	03/14/2001	03/14/2010	Class A Common Stock	150,000 <u>(1)</u>	<u>(1)</u>	0	D	
Non-Qualified Stock Option (right to buy)	\$ 7.25	09/08/2009		D		200,000	02/08/2006	02/08/2012	Class A Common Stock	200,000 <u>(1)</u>	<u>(1)</u>	0	D	
Non-Qualified Stock Option (right to buy)	\$ 8.40	09/08/2009		D		100,000	12/04/2004	06/24/2014	Class A Common Stock	100,000 <u>(1)</u>	<u>(1)</u>	0	D	
Non-Qualified Stock Option (right to buy)	\$ 12.99	09/08/2009		D		200,000	02/19/2008	06/25/2017	Class A Common Stock	200,000 <u>(1)</u>	<u>(1)</u>	0	D	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOWBER JOHN M 2550 DENALI STREET SUITE 1000 ANCHORAGE, AK 99503			Sr VP, CFO, Secretary, Treas.	

## Signatures

John M Lowber		09/10/2009
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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).

On September 8, 2009, the issuer canceled each of the options set forth in Table II above pursuant to the issuer's option exchange program. In exchange for the options, the reporting person (1) received the restricted shares of Class A Common Stock (the "Restricted Stock") set forth in Table I above. 50% of the shares of Restricted Stock will vest on December 20, 2011, and the remaining 50% of the shares of Restricted Stock will vest on February 28, 2012.

(2) All shares owned by virtue of participation in the Company's Employee Stock Purchase Plan through December 31, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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