
UNITED STATES
OFFICE OF THE COMPTROLLER OF THE CURRENCY
WASHINGTON, D.C. 20219

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 4, 2010

FIRST NATIONAL BANK ALASKA

(Exact name of Registrant as Specified in Its Charter)

United States
(State or Other Jurisdiction
of Incorporation)

(Control Number)

92-0006595
(IRS Employer
Identification No.)

101 W. 36th Avenue, Anchorage, Alaska
(Address of Principal Executive Offices)

99503
(Zip Code)

Registrant's Telephone Number, Including Area Code: (907) 777-4362

N/A
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 4.01 *Changes in Registrant's Certifying Accountant.*

(a) On February 25, 2010, the Audit Committee of the Board of Directors of First National Bank Alaska ("Bank") notified KPMG LLP of its decision to dismiss KPMG LLP as the Company's independent registered public accounting firm effective upon completion of their audit of the Bank's financial statements as of and for the year ended December 31, 2009 and the effectiveness of internal control over financial reporting as of December 31, 2009 and the issuance of their reports thereon. The decision to dismiss KPMG LLP was approved by the Audit Committee of the Board of Directors.

During the two years ended December 31, 2008 and 2007 and the interim period between December 31, 2008 and March 4, 2010, there were no: (1) disagreements with KPMG LLP on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures, which disagreements, if not resolved to their satisfaction, would have caused them to make reference in connection with their opinion to the subject matter of the disagreement, or (2) reportable events (as defined in Regulation S-K Item 304 (a)(1)(v)).

KPMG LLP's Report of Independent Registered Public Accounting Firm on the financial statements of First National Bank Alaska as of and for the years ended December 31, 2008 and 2007, which included the audit report of KPMG LLP on the effectiveness of internal control over financial reporting for those periods, does not contain any adverse opinion or disclaimer of opinion, nor are they qualified or modified as to uncertainty, audit scope, or accounting principles. KPMG LLP is currently in the process of completing its audit of the Bank's financial statements as of and for the year ended December 31, 2009 and the effectiveness of internal control over financial reporting as of December 31, 2009.

The Bank provided KPMG LLP with a copy of the disclosures made in this report prior to filing this report with the Office of the Comptroller of the Currency ("OCC"). The Bank requested that KPMG LLP provide the Bank with a letter addressed to the OCC stating whether it agrees with the above statements made by the Bank related to KPMG LLP. A copy of that letter is attached hereto as Exhibit 16.1.

(b) On March 4, 2010, the Audit Committee engaged the firm of Crowe Horwath LLP as independent registered public accounting firm of the Bank for the year ending December 31, 2010. The Bank did not engage Crowe Horwath LLP during the years ended December 31, 2008 and December 31, 2007 and the interim period between December 31, 2008 and March 4, 2010 as either its principal accountant or an independent accountant. Additionally, the Company did not consult with the newly engaged accountant during the years ended December 31, 2008 and December 31, 2007 and through March 4, 2010.

Item 9.01 *Exhibits*

16.1 Letter from KPMG LLP to the Office of the Comptroller of the Currency dated March 5, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 4, 2010

First National Bank Alaska

By: /s/ D. H. Cuddy
D. H. Cuddy

President and Chairman



KPMG LLP
Suite 600
701 West Eighth Avenue
Anchorage, AK 99501

March 5, 2010

Office of the Comptroller of the Currency
Washington, DC 20219

Ladies and Gentlemen:

We are currently principal accountants for First National Bank Alaska (Bank) and, under the date of March 6, 2009, we reported on the consolidated financial statements of the Bank as of and for the years ended December 31, 2008 and 2007, and the effectiveness of internal control over financial reporting as of December 31, 2008. On February 25, 2010, we were notified that the Bank intended to engage Crowe Horwath LLP as its principal accountant for the year ending December 31, 2010 and that the auditor-client relationship with KPMG LLP will cease upon completion of the audit of the Bank's financial statements as of and for the year ended December 31, 2009, and the effectiveness of internal control over financial reporting as of December 31, 2009, and the issuance of our reports thereon. We have read the Bank's statements included under Item 4.01 of its Form 8-K dated March 4, 2010, and we agree with such statements, except that we are not in a position to agree or disagree with the Bank's statement that the dismissal was approved by the Audit Committee of the Board of Directors and we are not in a position to agree or disagree with the Bank's statements in Item 4.01(b).

Very truly yours,

KPMG LLP