

August 14, 2009

Ms. Elizabeth M. Murphy, Secretary
Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549-1090

Robert S. Zuckerman
Vice President,
General Counsel and
Secretary
(704) 973 7012 Telephone

Admitted in New York
Not Admitted in North Carolina

Re: File Number 57-10-09

Dear Ms. Murphy:

This letter constitutes the comments of Horizon Lines, Inc. to the SEC's proposed rulemaking regarding "Facilitating Shareholder Director Nominations" and proposed federal proxy rules in support thereof.

Horizon Lines is a Delaware corporation and our shares are traded on the New York Stock Exchange. We are required to, and we fully comply with, all corporate governance requirements placed on the corporation by Delaware Law, NYSE requirements, and current federal requirements. The corporation has a nine-person board of directors, eight of whom are classified as "independent", and provides fair and reasonable proxy access to our shareholders.¹

In our view the proxy access rules being proposed here by the SEC are both unnecessary and potentially troublesome as they relate to shareholder nomination of Directors. These problem areas include:

1. Potential conflicts with the corporation's current proxy access rules;
2. Potential conflicts with applicable state law;
3. The possible election of unqualified directors, or directors with a single purpose / special interest agenda; and
4. Unmanageable or unduly complex proxy voting for directors.

Horizon Lines' position on the SEC's proposals are as follow:

1. Rule 14a – 11 should provide that federal rules cannot preempt State Law on proxy access unless the SEC affirmatively finds that the law of a particular state is unfair and unreasonable;
2. The SEC should not use Rule 14a – 8 to prescribe specific proxy access rules for a particular corporation unless it first finds that the proxy access rules which that corporation currently employs are unfair and unreasonable;

¹ For more information about these see our website at www.horizonlines.com, "Investor Relations".

3. A corporation must be able to retain some ability to control the composition of its board to insure that it is able to meet legal and exchange listing requirements and has board members who are, by reason of training and experience, capable of performing their functions as Directors in a way that protects shareholders' interest.²

Therefore, any rules adopted by the SEC must provide for the ability of the corporation to make reasonable judgments about the qualifications of persons nominated for director positions by shareholders, and to determine the number of such nominees who are permitted by to named by shareholders at any given time.

Thank you for your consideration of our views.



ROBERT S. ZUCKERMAN
GENERAL COUNSEL AND SECRETARY

² For example, a majority of the Board of Horizon Lines must, by Law, be composed of U.S. citizens.