

CENTRAL PACIFIC FINANCIAL CORP  
 Form 4  
 April 01, 2015

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Carlyle Financial Services Harbor, L.P.

2. Issuer Name and Ticker or Trading Symbol  
 CENTRAL PACIFIC FINANCIAL CORP [CPF]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)

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

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

C/O THE CARLYLE GROUP,, 1001 PENNSYLVANIA AVE. NW, SUITE 220S

04/01/2015

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ Form filed by More than One Reporting Person

WASHINGTON, DC 20004

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, no par value per share	04/01/2015		S		3,802,694	D	\$ 23.01
					4,269,312	I	

See footnote (1)

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 Owned Following Reporting Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlyle Financial Services Harbor, L.P. C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE. NW, SUITE 220S WASHINGTON, DC 20004		X		
TC Group Cayman Investment Holdings, L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE, GEORGE TOWN, GRAND CAYMAN KY1-9005		X		
TC Group Cayman Investment Holdings Sub L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9005		X		
Carlyle Financial Services, Ltd. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9005		X		
TCG Financial Services, L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE GEORGE TOWN, GRAND CAYMAN KY1-9005		X		
Carlyle Group Management L.L.C. C/O THE CARLYLE GROUP, 1001 PENNSYLVANIA AVE. NW, SUITE 220S WASHINGTON, DC 20004		X		

Carlyle Group L.P.  
C/O THE CARLYLE GROUP,  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON, DC 20004 X

Carlyle Holdings II GP L.L.C.  
C/O THE CARLYLE GROUP,  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON, DC 20004 X

Carlyle Holdings II L.P.  
C/O THE CARLYLE GROUP,  
1001 PENNSYLVANIA AVE. NW, SUITE 220S  
WASHINGTON, DC 20004 X

## Signatures

Carlyle Group Management L.L.C., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

The Carlyle Group L.P., by: Carlyle Group Management L.L.C., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

Carlyle Holdings II GP L.L.C., by: The Carlyle Group L.P., by: Carlyle Group Management L.L.C., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

Carlyle Holdings II L.P., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

TC Group Cayman Investment Holdings, L.P., by: Carlyle Holdings II L.P., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

TC Group Cayman Investment Holdings Sub L.P., by: TC Group Cayman Investment Holdings, L.P., by: Carlyle Holdings II L.P., by: /s/ Ann Siebecker, attorney-in-fact for Daniel D'Aniello 04/01/2015  
Date

\_\_Signature of Reporting Person

Carlyle Financial Services, Ltd., by: /s/ Ann Siebecker, Authorized Person 04/01/2015  
Date

\_\_Signature of Reporting Person

TCG Financial Services, L.P., by: Carlyle Financial Services, Ltd., by: /s/ Ann Siebecker, Authorized Person 04/01/2015  
Date

\_\_Signature of Reporting Person

Carlyle Financial Services Harbor, L.P., by: TCG Financial Services, L.P., by: Carlyle Financial Services, Ltd., by: /s/ Ann Siebecker, Authorized Person 04/01/2015  
Date

\_\_Signature of Reporting Person

## 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).

Carlyle Financial Services Harbor, L.P. is the record holder of the common shares reported herein. Carlyle Group Management L.L.C. is the general partner of The Carlyle Group L.P., which is a publicly traded entity listed on NASDAQ. The Carlyle Group L.P. is the managing member of Carlyle Holdings II GP L.L.C., which is the general partner of Carlyle Holdings II L.P., which is the general partner (1) of TC Group Cayman Investment Holdings, L.P., which is the general partner of TC Group Cayman Investment Holdings Sub L.P., which is the sole shareholder of Carlyle Financial Services, Ltd., which is the general partner of TCG Financial Services, L.P., which is the general partner of Carlyle Financial Services Harbor, L.P. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the shares of common stock owned of record by Carlyle Financial Services Harbor, L.P.

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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