

BANK OF HAWAII CORP  
Form 4  
March 04, 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 \*  
Lucien Kent Thomas

(Last) (First) (Middle)

130 MERCHANT STREET

(Street)

HONOLULU, HI 96813

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

BANK OF HAWAII CORP [BOH]

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

03/02/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice Chairman & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 03/02/2015                           |  | F                              |   | 839   | D  | \$ 61.29                          |
| Common Stock                    | 03/02/2015                           |  | M                              |   | 1,755   | A  | \$ 0 <sup>(1)</sup>               |
| Common Stock                    | 03/02/2015                           |  | D                              |   | 1,755   | D  | \$ 61.29                          |
| Common Stock                    | 03/02/2015                           |  | M                              |   | 624   | A  | Ⓐ                                 |
| Common Stock                    | 03/02/2015                           |  | D                              |   | 624   | D  | \$ 61.29                          |

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|              |                      |   |               |
|--------------|----------------------|---|---------------|
| Common Stock | 5,500 <sup>(2)</sup> | I | Owned by Wife |
| Common Stock | 1,000                | I | Keogh Plan    |

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.**

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(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 of Underlying Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
|  |  |                                      |  | Code V (A) (D)                 |   | Date Exercisable Expiration Date                         | Title   |                               |
| Restricted Stock Units                     | <u>(1)</u>   | 03/02/2015                           |  | M                              | 1,755   | 03/02/2015 <sup>(3)</sup> 01/31/2017 <sup>(3)</sup>      | Common Stock  | 1,755                         |
| Restricted Stock Units                     | <u>(1)</u>   | 03/02/2015                           |  | M                              | 624   | 03/02/2015 <sup>(4)</sup> 01/31/2018 <sup>(4)</sup>      | Common Stock  | 624                           |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                     |       |
|---|---------------|-----------|---------------------|-------|
|   | Director      | 10% Owner | Officer             | Other |
| Lucien Kent Thomas<br>130 MERCHANT STREET<br>HONOLULU, HI 96813 | X             |           | Vice Chairman & CFO |       |

## Signatures

KENT LUCIEN 03/04/2015

\*\*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) Each restricted stock unit was the economic equivalent of one share of BOH common stock. The reporting person settled the restricted stock unit for cash.
- (2) Reporting person disclaims personal ownership of these shares.
- (3) Restricted stock units issued 1-24-2014 vests in one-third blocks on 3-2-2015, 1-29-2016 and 1-31-2017, respectively, and settled in cash provided service and performance criteria are met.
- (4) Restricted stock units issued 1-24-2014 are settled in cash and vest in one-third blocks over 4 years on 3-2-2015, 1-29-2016, 1-31-2017 and 1-31-2018, provided service and performance criteria are met.

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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