

BANK OF HAWAII CORP  
Form 8-K  
April 28, 2014

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

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) April 25, 2014

BANK OF HAWAII CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware  
(State of Incorporation)

1-6887  
(Commission  
File Number)

99-0148992  
(IRS Employer  
Identification No.)

130 Merchant Street, Honolulu, Hawaii  
(Address of principal executive offices)

96813  
(Zip Code)

(808) 694-8822  
(Registrant's telephone number, including area code)

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 Instruction 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))



## Item 5.07 Submission of Matters to a Vote of Security Holders

On April 25, 2014, Bank of Hawaii Corporation (the “Company”) held its annual shareholders meeting. At the meeting, the following matters were submitted to a vote of the shareholders:

## 1. Election of Directors: \*

| Nominee              | Votes Cast For | Votes Against | Abstentions | Non-Votes |
|----------------------|----------------|---------------|-------------|-----------|
| S. Haunani Apoliona  | 32,735,866     | 231,316       | 139,173     | 6,274,801 |
| Mary G. F. Bitterman | 31,577,702     | 1,466,057     | 62,596      | 6,274,801 |
| Mark A. Burak        | 32,844,095     | 149,327       | 112,933     | 6,274,801 |
| Michael J. Chun      | 32,842,423     | 188,286       | 75,646      | 6,274,801 |
| Clinton R. Churchill | 32,752,452     | 269,492       | 84,411      | 6,274,801 |
| David A. Heenan      | 31,583,174     | 1,430,935     | 92,246      | 6,274,801 |
| Peter S. Ho          | 32,349,721     | 699,380       | 57,254      | 6,274,801 |
| Robert Huret         | 32,736,249     | 269,852       | 100,254     | 6,274,801 |
| Kent T. Lucien       | 27,783,094     | 5,250,327     | 72,934      | 6,274,801 |
| Martin A. Stein      | 32,674,763     | 300,351       | 131,241     | 6,274,801 |
| Donald M. Takaki     | 27,628,122     | 5,388,300     | 89,933      | 6,274,801 |
| Barbara J. Tanabe    | 31,726,184     | 1,316,006     | 64,165      | 6,274,801 |
| Raymond P. Vara, Jr. | 32,810,962     | 186,619       | 108,774     | 6,274,801 |
| Robert W. Wo         | 31,637,722     | 1,422,200     | 46,433      | 6,274,801 |

\* The directors are elected by a majority of the votes cast in an uncontested election. In the event of a contested election, the directors are elected by a plurality of the votes cast.

## 2. Advisory vote on the Company’s executive compensation:

| Votes Cast For | Votes Against | Abstentions | Non-Votes |
|----------------|---------------|-------------|-----------|
| 24,714,229     | 8,155,658     | 236,468     | 6,274,801 |

## 3. Approval of the Company’s 2014 Stock and Incentive Plan:

| Votes Cast For | Votes Against | Abstentions | Non-Votes |
|----------------|---------------|-------------|-----------|
| 31,860,939     | 1,117,460     | 127,956     | 6,274,801 |

## 4. Ratification of the re-appointment of Ernst &amp; Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2014:

| Votes Cast For | Votes Against | Abstentions | Non-Votes |
|----------------|---------------|-------------|-----------|
| 38,973,798     | 354,144       | 53,214      | 0         |



SIGNATURE

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: April 28, 2014

Bank of Hawaii Corporation

By: /s/ Mark A. Rossi  
Mark A. Rossi  
Vice Chairman and Corporate Secretary