

BANK OF HAWAII CORP  
Form 4  
March 04, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Sellers Mary E

(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  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Vice Chair & / Chief Risk Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 03/02/2015                           |  | F                              | D   | \$ 61.29  | 67,883   | D                                 |
| Common Stock                    | 03/02/2015                           |  | M                              | A   | 69,638  |  | D                                 |
| Common Stock                    | 03/02/2015                           |  | D                              | D   | \$ 61.29  | 67,883   | D                                 |
| Common Stock                    | 03/02/2015                           |  | M                              | A   | 68,507  |  | D                                 |
| Common Stock                    | 03/02/2015                           |  | D                              | D   | \$ 61.29  | 67,883   | D                                 |

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Restricted Stock Units                     | <u>(1)</u>   | 03/02/2015                           |  | M                              | 1,755   | 03/02/2015 <sup>(2)</sup> 01/31/2017 <sup>(2)</sup>      | Common Stock  | 1,755                      |
| Restricted Stock Units                     | <u>(1)</u>   | 03/02/2015                           |  | M                              | 624   | 03/02/2015 <sup>(3)</sup> 01/31/2018 <sup>(3)</sup>      | Common Stock  | 624                        |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |              |                    |
|---|---------------|-----------|--------------|--------------------|
|   | Director      | 10% Owner | Officer      | Other              |
| Sellers Mary E<br>130 MERCHANT STREET<br>HONOLULU, HI 96813 |               |           | Vice Chair & | Chief Risk Officer |

## Signatures

MARY SELLERS 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.

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- (2) 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.
- (3) 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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