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)

January 24, 2005

BANK OF HAWAII CORPORATION

(Exact name of registrant as specified in its charter)

Delaware1-688799-0148992(State of Incorporation)(Commission(IRS EmployerFile Number)Identification No.)

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

96813 (Zip Code)

(Registrant's telephone number, including area code)

(808) 537-8430

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the fili	ing 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 2.02. Results of Operations and Financial Conditions.

On January 24, 2005, Bank of Hawaii Corporation announced its results of operations for the year ending December 31, 2004. The public announcement was made by means of a press release, the text of which is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

The following exhibit is furnished as a part of this report:

Exhibit No

99.1 January 24, 2005 Press Release

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 January 24, 2005

BANK OF HAWAII CORPORATION

/s/ Allan R. Landon

Allan R. Landon Chairman, Chief Executive Officer and President



Bank of Hawaii Corporation 2004 Financial Results

- 2004 Diluted Earnings Per Share \$3.08, Up 39% From 2003
- 2004 Net Income \$173.3 Million, Up 28% From 2003
- Board of Directors Increases Share Repurchase Authorization \$100 Million
- Board of Directors Declares Dividend of \$0.33 Per Share

FOR IMMEDIATE RELEASE

HONOLULU, HI (January 24, 2005) — Bank of Hawaii Corporation (NYSE: BOH) today reported diluted earnings per share for 2004 of \$3.08, up \$0.87 or 39.4 percent from diluted earnings per share of \$2.21 in 2003. Net income for the year was \$173.3 million, up \$38.1 million or 28.2 percent from \$135.2 million in the previous year. The return on average assets in 2004 was 1.78 percent, up from 1.44 percent in 2003. The return on average equity for the year was 22.78 percent, up from 15.02 percent in 2003.

"I am very pleased with Bank of Hawaii Corporation's financial performance in 2004. We exceeded the financial objectives of the first year of our three-year plan," said Allan R. Landon, Chairman and CEO. "Additionally, we grew our businesses, improved our processes, and maintained excellent asset quality. The Hawaii economy remains solid and we are optimistic about 2005."

Diluted earnings per share for the fourth quarter of 2004 were \$0.82, up \$0.16 or 24.2 percent from \$0.66 per diluted share for the same period last year. Net income in the fourth quarter of 2004 was \$46.2 million, up \$7.6 million or 19.6 percent from net income of \$38.7 million in the fourth quarter last year. Results for the fourth quarter of 2004 included a return to income of \$6.5 million before tax (\$4.1 million after tax or \$0.07 per diluted share), resulting from a release of the allowance for loan and lease losses due to further improvement in the Company's credit quality and continued strong economic conditions. The return on average assets for the fourth quarter of 2004 was 1.89 percent, up from 1.66 percent in the fourth quarter of 2003. The return on average equity was 23.63 percent for the quarter, up from 18.59 percent in the same quarter last year.

- more -

130 Merchant Street . PO Box 2900 . Honolulu HI 96846-6000 . Fax 808-537-8440 . Website www.boh.com

Financial Highlights

Net interest income, on a taxable equivalent basis, for the fourth quarter of 2004 was \$100.0 million, up \$1.2 million from \$98.8 million in the third quarter of 2004 and up \$6.6 million from \$93.4 million in the fourth quarter last year. The increase in net interest income from the previous quarter was largely due to an increase in average earning assets. An analysis of the change in net interest income for the full year of 2004 is included in Table 6.

The net interest margin was 4.40 percent for the fourth quarter of 2004, a 1 basis point increase from 4.39 percent in the previous quarter and a 5 basis point increase from 4.35 percent in the fourth quarter of 2003. The net interest margin for the full year of 2004 was 4.32 percent, a 9 basis point increase from 4.23 percent in 2003.

The Company returned to income \$6.5 million of the allowance for loan and lease losses during the fourth quarter of 2004. This was attributable to further improvement in the credit quality of the loan portfolio, lower than anticipated net charge-offs during 2004, management's ongoing assessment of the portfolio, and continued strength in the economic environment. In addition, the Company revised its allocation of the components of the allowance for loan and lease losses as a result of current accounting interpretations.

Non-interest income was \$48.4 million for the fourth quarter, a decrease of \$4.7 million or 8.9 percent compared to non-interest income of \$53.1 million in the third quarter of 2004. Non-interest income in the third quarter of 2004 included a gain of \$5.2 million on the sale of assets at the end of a leveraged lease transaction. Excluding this gain, non-interest income increased \$0.5 million as growth in trust and asset management fees and service charges on deposits offset losses on the sale of investment securities and a decline in insurance income. Non-interest income was down \$1.1 million or 2.2 percent from non-interest income of \$49.4 million in the fourth quarter of 2003 largely due to a decline in gains on sales of mortgage loans.

Non-interest expense was \$82.1 million in the fourth quarter of 2004, down \$2.1 million or 2.5 percent from \$84.2 million in the previous quarter and down \$1.3 million or 1.6 percent from \$83.4 million in the same quarter last year. The decrease for both periods was due to a reduction in salaries and benefits related to incentive compensation and separation expenses. In addition, the fourth quarter of 2003 included higher stock-based compensation expense that was offset by a curtailment gain on post-retirement benefits. An analysis of salary and benefit expenses is included in Table 7.

The efficiency ratio for the fourth quarter of 2004 was 55.37 percent, an improvement from 55.45 percent in the previous quarter and from 58.41 percent in the same quarter last year. The efficiency ratio for the full year of 2004 was 56.14 percent compared to 63.38 percent for 2003. Excluding systems replacement costs, the efficiency ratio for 2003 was 59.51 percent.

The Company's business segments are defined as Retail Banking, Commercial Banking, Investment Services Group, and Treasury and Other Corporate. Results are determined based on the Company's internal financial management reporting process and organizational structure. Previously reported results have been reclassified to conform to current methodologies. Business segment performance details are summarized in Tables 11a and 11b.

Asset Quality

Bank of Hawaii Corporation's strong credit quality continued to improve during the fourth quarter of 2004. Non-performing assets were \$13.9 million at the end of the quarter, a decrease of \$2.1 million, or 13.3 percent, compared to non-performing assets of \$16.0 million at the end of the previous quarter. Non-performing assets declined \$17.9 million, or 56.3 percent, compared to \$31.7 million at the end of 2003. At December 31, 2004 the ratio of non-performing assets to total loans and foreclosed real estate was 0.23 percent compared with 0.27 percent at September 30, 2004 and 0.55 percent at December 31, 2003.

Non-accrual loans were \$13.7 million at December 31, 2004, a reduction of \$2.1 million, or 13.3 percent, from \$15.8 million at September 30, 2004 and down \$13.7 million, or 50.0 percent, from \$27.3 million at December 31, 2003. Non-accrual loans as a percentage of total loans were 0.23 percent at December 31, 2004, down from 0.27 percent at the end of the previous quarter and down from 0.48 percent at the end of 2003.

Net charge-offs during the fourth quarter of 2004 were \$4.6 million, or 0.31 percent (annualized) of total average loans, compared to \$0.3 million, or 0.02 percent (annualized) of total average loans in the third quarter of 2004. Net charge-offs in the fourth quarter of 2004 were comprised of \$6.7 million in charge-offs partially offset by recoveries of \$2.1 million. Net charge-offs during the fourth quarter of 2003 were \$3.6 million, or 0.26 percent (annualized) of total average loans. Net charge-offs for the full year of 2004 were \$5.5 million, or 0.09 percent of total average loans, a decrease of \$8.3 million, or 60.2 percent, from net charge-offs of \$13.8 million, or 0.25 percent of total average loans in 2003.

The allowance for loan and lease losses was \$106.8 million at December 31, 2004 down from \$124.7 million at September 30, 2004 and down from \$129.1 million at December 31, 2003. The decrease in the allowance from the previous quarter was partially due to the previously mentioned \$6.5 million return to income from the allowance for loan and lease losses. The decrease from the previous year also reflects a \$3.5 million return to income from the allowance for loan and lease losses during the second quarter of 2004. In addition, during the fourth quarter of 2004 \$6.8 million was reclassified from the allowance for loan and lease losses to other liabilities representing the estimate for probable credit losses inherent in unfunded commitments to extend credit. The process used to determine the reserve for unfunded commitments remains consistent with the process for determining the allowance for loan and lease losses. The allowance for unfunded commitments at December 31, 2004 was up from \$6.7 million at September 30, 2004 and down from \$6.9 million at December 31, 2003.

The ratio of the allowance for loan and lease losses to total loans was 1.78 percent at December 31, 2004, down from 2.14 percent at September 30, 2004 and down from 2.24 percent at December 31, 2003. If the allowance for unfunded commitments had been reclassified at either September 30, 2004 or at December 31, 2003, the ratio of the allowance for loan and lease losses to total loans would have been 2.03 percent and 2.12 percent, respectively.

Concentrations of credit exposure to selected components of the portfolio are summarized in Table 8.

Other Financial Highlights

Total assets were \$9.77 billion at December 31, 2004, up from \$9.59 billion at September 30, 2004 and up from \$9.46 billion at December 31, 2003. Total loans and leases were \$5.99 billion at December 31, 2004, up from \$5.82 billion at September 30, 2004 and up from \$5.76 billion at December 31, 2003. Commercial lending increased during the quarter. Total commercial loans were \$2.04 billion at December 31, 2004, up \$87 million compared to \$1.96 billion at September 30, 2004 and up \$51 million from \$1.99 billion at December 31, 2003. Consumer lending continued its solid pace in the fourth quarter. Total consumer loans were \$3.86 billion at December 31, 2004, up \$79 million compared to \$3.78 billion at the end of the previous quarter and up \$163 million compared to \$3.69 billion at the end of 2003.

Total deposits at December 31, 2004 were \$7.56 billion, up \$151 million from total deposits of \$7.41 billion at September 30, 2004 and up \$232 million from total deposits of \$7.33 billion at December 31, 2003. Non-interest bearing demand deposits were \$1.98 billion at December 31, 2004, up \$79 million compared to \$1.90 billion at September 30, 2004 and up \$44 million from \$1.93 billion at December 31, 2003.

During the fourth quarter of 2004, Bank of Hawaii Corporation repurchased 1.0 million shares of common stock at a total cost of \$50.3 million under its share repurchase program. The average cost was \$49.01 per share repurchased during the quarter. From the beginning of the share repurchase program in July 2001 through December 31, 2004, the Company repurchased a total of 34.9 million shares and returned a total of \$1,087.5 million to the shareholders at an average cost of \$31.13 per share.

The Company's Board of Directors has increased the authorization under the share repurchase program by an additional \$100 million of common stock. This new authorization, combined with the previously announced authorizations of \$1,150 million, brings the total repurchase authority to \$1,250 million. From January 1, 2005 through January 21, 2005, the Company repurchased an additional 0.4 million shares of common stock at an average cost of \$48.98 per share. Remaining buyback authority under the share repurchase program was \$141.7 million at January 21, 2005.

The Company's capital and liquidity remain strong. At December 31, 2004 the Tier 1 leverage ratio was 8.29 percent compared to 7.69 percent at September 30, 2004 and 8.43 percent at December 31, 2003.

The Company's Board of Directors has declared a quarterly cash dividend of \$0.33 per share on the Company's outstanding shares. The dividend will be payable on March 14, 2005 to shareholders of record at the close of business on February 28, 2005.

Outlook

Hawaii enters 2005 with continued payroll growth, low unemployment, nominal personal income growth approaching 6.0 percent, reasonable inflation, and tourism at record levels. The dollar's continuing weakness and solid economic growth in Asia should contribute to further increases in international tourism. Construction and real estate investment are expected to remain strong drivers of growth in the Hawaii economy.

Bank of Hawaii Corporation currently estimates that its net income for 2005 should be approximately \$174 million to \$177 million. Based on current economic conditions, the Company expects further credit quality improvement and, as a result, the allowance for loan and lease losses may be further reduced. Net income estimates for 2005 include a \$10 million provision for loan and lease losses. An analysis of credit quality is performed quarterly to determine the adequacy of the allowance for loan and lease losses. The results of this analysis determine the timing and amount of the provision for loan and lease losses. Earnings per share and return on equity projections continue to be dependent upon, among other things, the terms and timing of share repurchases.

Conference Call Information

The Company will review its fourth quarter 2004 financial results today at 8:00 a.m. Hawaii Time (1:00 p.m. Eastern Time). The presentation will be accessible via teleconference and via the Investor Relations link of Bank of Hawaii Corporation's web site, www.boh.com. The conference call number is 800-573-4752 in the United States or 617-224-4324 for international callers. No confirmation code is required to access the call. A replay will be available for one week beginning Monday, January 24, 2005 by calling 888-286-8010 in the United States or 617-801-6888 for international callers and entering the number 60030955 when prompted. A replay of the presentation will also be available via the Investor Relations link of the Company's web site.

Bank of Hawaii Corporation is a regional financial services company serving businesses, consumers and governments in Hawaii, American Samoa and the West Pacific. The Company's principal subsidiary, Bank of Hawaii, was founded in 1897 and is the largest independent financial institution in Hawaii. For more information about Bank of Hawaii Corporation, see the Company's web site, www.boh.com.

Forward-Looking Statements

This news release, including the statements under the caption "Outlook," contains forward-looking statements concerning, among other things, the economic and business environment in our service area and elsewhere, credit quality, the expected level of loan and lease loss provisioning, and anticipated net income and other financial and business matters in future periods. Our forward-looking statements are based on numerous assumptions, any of which could prove to be inaccurate and actual results may differ materially from those projected for a variety of reasons, including, but not limited to: 1) unanticipated changes in business and economic conditions, the competitive environment, fiscal and monetary policies, or legislation in Hawaii and the other markets we serve; 2) changes in our credit quality or risk profile which may increase or decrease the required level of allowance for loan and lease losses; 3) changes in market interest rates that may affect our credit markets and ability to maintain our net interest margin; 4) changes to the amount and timing of our proposed equity repurchases and repayment of maturing debt; 5) inability to achieve expected benefits of our business process changes due to adverse changes in implementation processes or costs, operational savings, or timing; 6) real or threatened acts of war or terrorist activity affecting business conditions; and 7) adverse weather and other natural conditions impacting our and our customers' operations. We do not undertake any obligation to update forward-looking statements to reflect later events or circumstances.

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Highlights (Unaudited) (dollars in thousands except per share amounts)

	Three Months I December 3		Year Ended December 31,				
Earnings Highlights and Performance Ratios	 2004	2003	2004	2003			
Net Income	\$ 46,241 \$	38,673 \$	173,339 \$	135,195			
Basic Earnings Per Share	0.86	0.70	3.26	2.32			
Diluted Earnings Per Share	0.82	0.66	3.08	2.21			
Cash Dividends	18,200	16,770	66,326	50,589			
Net Income to Average Total Assets (ROA)	1.89%	1.66%	1.78%	1.44%			
Net Income to Average Shareholders' Equity (ROE)	23.63%	18.59%	22.78%	15.02%			
Net Interest Margin	4.40%	4.35%	4.32%	4.23%			
Efficiency Ratio ¹	55.37%	58.41%	56.14%	63.38%			
Efficiency Ratio excluding System Replacement Costs	55.37%	58.41%	56.14%	59.51%			

		December 31,								
Statement of Condition Highlights and Performance Ratios		2004		2003						
Total Assets		\$	9,766,191	\$	9,461,647					
Net Loans		Ψ	5,880,134	Ψ	5,628,095					
Total Deposits			7,564,667		7,332,779					
Total Shareholders' Equity			814,834		793,132					
Book Value Per Common Share		\$	14.83	\$	14.44					
Allowance / Loans and Leases Outstanding			1.78%	o O	2.24%					
Average Equity / Average Assets			7.81%	ó	9.60%					
Employees (FTE)			2,623		2,702					
Branches and offices			87		89					
Market Price Per Share of Common Stock for the Quarter Ended:										
	Closing	\$	50.74	\$	42.20					
	High	\$	51.10	\$	42.99					
	Low	\$	46.80	\$	33.69					

¹ The efficiency ratio is defined as non-interest expense divided by total revenue (net interest income and non-interest income).

Consolidated Statements of Income (Unaudited)

	Three Mon Decemb				Year Ended December 31,					
(dollars in thousands except per share amounts)	2004		2003		2004		2003			
Interest Income										
Interest and Fees on Loans and Leases	\$ 84,100	\$	80,351	\$	327,953	\$	334,793			
Income on Investment Securities - Available for Sale	26,394		19,032		93,528		77,793			
Income on Investment Securities - Held to Maturity	6,147		7,183		26,204		18,956			
Deposits	107		1,169		3,480		4,816			
Funds Sold	356		85		1,058		1,919			
Other	 267		1,007		2,791		4,244			
Total Interest Income	117,371		108,827		455,014		442,521			
Interest Expense	,									
Deposits	9,993		9,433		36,743		47,473			
Securities Sold Under Agreements to Repurchase	3,120		1,359		9,353		7,939			
Funds Purchased	395		249		1,815		944			
Short-Term Borrowings	39		17		82		92			
Long-Term Debt	3,893		4,417		16,431		20,131			
Total Interest Expense	17,440		15,475		64,424		76,579			
Net Interest Income	 99,931		93,352		390,590		365,942			
Provision for Loan and Lease Losses	(6,500)		´ —		(10,000)		´ —			
Net Interest Income After Provision for Loan and Lease Losses	106,431		93,352		400,590		365,942			
Non-Interest Income	 100,.21	_	>5,552		.00,000		200,5 .2			
Trust and Asset Management	13,934		12,759		53,465		50,996			
Mortgage Banking	1,516		3,324		8.012		15,556			
Service Charges on Deposit Accounts	10,155		9,442		39,117		35,938			
Fees, Exchange, and Other Service Charges	13,684		13,725		54,907		56,221			
Investment Securities Gains (Losses)	(757)		(20)		(794)		1,789			
Insurance	4,234		4,762		19.241		19,145			
Other	5,584		5,445		31,146		19,075			
Total Non-Interest Income	48,350		49,437		205,094		198,720			
Non-Interest Expense	 ,		,			_				
Salaries and Benefits	45.043		46,409		184.299		186,280			
Net Occupancy Expense	9,606		9,933		38,347		38,980			
Net Equipment Expense	6,316		7,395		23,926		33,652			
Information Technology Systems Replacement Project							21,871			
Other	21.138		19,667		87,868		77,092			
Total Non-Interest Expense	 82,103		83,404	_	334,440		357,875			
Income Before Income Taxes	72.678		59,385		271.244		206,787			
Provision for Income Taxes	26,437		20,712		97,905		71,592			
Net Income	\$ 46,241	\$	38,673	\$	173,339	\$	135,195			
							,			
Basic Earnings Per Share	\$ 0.86	\$	0.70	\$	3.26	\$	2.32			
Diluted Earnings Per Share	\$ 0.82	\$	0.66	\$	3.08	\$	2.21			
Dividends Declared Per Share	\$ 0.33	\$	0.30	\$	1.23	\$	0.87			
Basic Weighted Average Shares	53,766,057		55,374,874		53,232,815		58,338,566			
Diluted Weighted Average Shares	 56,055,531	_	58,570,941		56,241,044		61,085,567			

Consolidated Statements of Condition (Unaudited)

	le	

(dollars in thousands)		December 31, 2004	 December 31, 2003
Assets			
Interest-Bearing Deposits	\$	4,592	\$ 154,735
Investment Securities - Available for Sale		2,483,719	1,991,116
Investment Securities - Held to Maturity			
(Market Value of \$585,836 and \$720,699)		589,908	727,233
Funds Sold		21,000	_
Loans Held for Sale		17,642	9,211
Loans and Leases		5,986,930	5,757,175
Allowance for Loan and Lease Losses		(106,796)	(129,080)
Net Loans		5,880,134	5,628,095
Total Earning Assets		8,996,995	8,510,390
Cash and Non-Interest-Bearing Deposits	' <u></u>	225,359	363,495
Premises and Equipment		146,095	160,005
Customers' Acceptance Liability		1,406	1,707
Accrued Interest Receivable		36,044	32,672
Foreclosed Real Estate		191	4,377
Mortgage Servicing Rights		18,769	22,178
Goodwill		36,216	36,216
Other Assets		305,116	330,607
Total Assets	\$	9,766,191	\$ 9,461,647
Liabilities			
Deposits			
Non-Interest-Bearing Demand	\$	1,977,703	\$ 1,933,928
Interest-Bearing Demand		1,536,323	1,356,330
Savings		2,960,351	2,833,379
Time		1,090,290	1,209,142
Total Deposits		7,564,667	7,332,779
Securities Sold Under Agreements to Repurchase	· · · · · · · · · · · · · · · · · · ·	568,981	472,757
Funds Purchased		149,635	109,090
Short-Term Borrowings		15,000	12,690
Banker's Acceptances Outstanding		1,406	1,707
Retirement Benefits Payable		65,708	61,841
Accrued Interest Payable		7,021	7,483
Taxes Payable and Deferred Taxes		229,928	207,101
Other Liabilities		96,373	138,999
Long-Term Debt		252,638	324,068
Total Liabilities		8,951,357	8,668,515
Shareholders' Equity			
Common Stock (\$.01 par value); authorized 500,000,000 shares; issued / outstanding: December 2004 -			
81,711,752 / 54,960,857, December 2003 - 81,647,729 / 54,928,480,		813	807
Capital Surplus		450,998	391,701
Accumulated Other Comprehensive Income (Loss)		(12,917)	(5,711)
Retained Earnings		1,282,425	1,199,077
Deferred Stock Grants		(8,433)	(8,309)
Treasury Stock, at Cost (Shares: December 2004 – 26,750,895, December 2003 - 26,719,249)		(898,052)	(784,433)
Total Shareholders' Equity		814,834	 793,132
Total Liabilities and Shareholders' Equity	\$	9,766,191	\$ 9,461,647

Consolidated Statements of Shareholders' Equity (Unaudited)

(dollars in thousands)	 Total	mmon stock	Capital Surplus	(Accum. Other Compre- hensive Income (Loss)	_	Retained Earnings	Deferred Stock Grants	_	Treasury Stock	Compre- hensive Income
Balance at December 31, 2003	\$ 793,132	\$ 807	\$ 391,701	\$	(5,711)	\$	1,199,077	\$ (8,309)	\$	(784,433)	
Comprehensive Income:											
Net Income	173,339	_	_		_		173,339	_		_	\$ 173,339
Other Comprehensive Income, Net of Tax:											
Change in Unrealized Gains and Losses on											
Investment Securities	(5,519)	_	_		(5,519)		_	_		_	(5,519)
Change in Pension Liability Adjustments	(1,687)	_	_		(1,687)		_	_		_	(1,687)
Total Comprehensive Income											\$ 166,133
Common Stock Issued under Stock Plans and Related Tax Benefits (5,280,205 shares) Treasury Stock Purchased (5,243,458 shares)	159,972 (238,077)	6	59,297		_		(23,665)	(124)		124,458 (238,077)	
Cash Dividends Paid	(66,326)	_	_		_		(66,326)	_			
Balance at December 31, 2004	\$ 814,834	\$ 813	\$ 450,998	\$	(12,917)	\$	1,282,425	\$ (8,433)	\$	(898,052)	
		0.0.6								(104 401)	
Balance at December 31, 2002	\$ 1,015,759	\$ 806	\$ 372,192	\$	11,659	\$	1,115,910	\$ (1,424)	\$	(483,384)	
Comprehensive Income:											
Net Income	135,195						135,195	_			\$ 135,195
Other Comprehensive Income, Net of Tax: Change in Unrealized Gains and Losses on											
Investment Securities	(16,434)	_	_		(16,434)		_	_		_	(16,434)
Change in Pension Liability Adjustments	(936)	_	_		(936)		_	_		_	(936)
Total Comprehensive Income											\$ 117,825
Common Stock Issued under Stock Plans and											
Related Tax Benefits (1,683,424 shares)	40,115	1	19,509		_		(1,439)	(6,885)		28,929	
Treasury Stock Purchased (9,762,079 shares)	(329,978)	_	· —		_					(329,978)	
Cash Dividends Paid	(50,589)	_	_		_		(50,589)	_			
Balance at December 31, 2003	\$ 793,132	\$ 807	\$ 391,701	\$	(5,711)	\$	1,199,077	\$ (8,309)	\$	(784,433)	

Consolidated Average Balances and Interest Rates - Taxable Equivalent Basis (Unaudited)

Table 5a

				Months Ended ber 31, 2004	I				onths Ended per 30, 2004	l	Three Months Ended December 31, 2003					
(dollars in millions)		verage Balance	1	ncome/ Expense	Yield/ Rate		Average Balance	In	ncome/ xpense	Yield/ Rate		verage alance	Inco Exp	me/	Yield/ Rate	
Earning Assets				<u></u>			,								,	
Interest-Bearing Deposits	\$	21.0	\$	0.1	2.05%	\$	82.6	\$	0.5	2.39%	\$	218.6	\$	1.2	2.12%	
Funds Sold		74.3		0.4	1.92		28.6		0.1	1.51		34.3		0.1	0.99	
Investment Securities																
Available for Sale		2,444.9		26.4	4.32		2,325.5		24.6	4.23		1,900.2		19.0	4.01	
Held to Maturity		615.1		6.1	4.00		659.0		6.3	3.87		740.5		7.2	3.88	
Loans Held for Sale		15.9		0.2	5.72		11.3		0.2	5.74		13.9		0.2	6.21	
Loans and Leases																
Commercial and Industrial		773.6		11.2	5.78		796.2		10.6	5.34		858.2		10.6	4.90	
Construction		115.2		1.5	5.10		81.1		1.0	5.01		99.2		1.1	4.30	
Commercial Mortgage		624.4		8.6	5.47		658.9		8.8	5.29		627.4		8.9	5.62	
Residential Mortgage		2,304.9		32.3	5.61		2,282.6		32.1	5.62		2,336.3		34.5	5.90	
Installment		738.2		15.6	8.38		722.7		15.2	8.38		598.1		13.4	8.89	
Home Equity		632.6		8.4	5.25		583.7		7.1	4.83		453.0		5.6	4.89	
Purchased Home Equity		134.4		1.2	3.71		155.2		1.7	4.29		104.7		0.6	2.24	
Lease Financing		511.1		5.1	3.97		516.0		5.4	4.17		494.0		5.5	4.44	
Total Loans and Leases		5,834.4		83.9	5.73		5,796.4		81.9	5.63		5,570.9		80.2	5.73	
Other		60.7		0.3	1.74	_	78.7		0.8	4.05		76.8		1.0	5.20	
Total Earning Assets		9,066.3		117.4	5.17	_	8,982.1		114.4	5.08		8,555.2		108.9	5.07	
Cash and Non-Interest-Bearing		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	_			_	0,7 02.1	_								
Deposits		307.5					316.9					323.5				
Other Assets		369.2					369.5					379.1				
Total Assets	\$	9,743.0				ŝ	9,668.5				\$	9,257.8				
100111133003	Ψ	>,,, 15.0				_	>,000.5					7,207.0				
Interest-Bearing Liabilities																
Interest-Bearing Deposits																
Demand	\$	1,500.0	\$	1.3	0.33%	2	1,471.0	\$	0.9	0.24%	2	1,293.8		0.5	0.16%	
Savings	Ψ	2,998.5	Ψ	3.6	0.48	Ψ	2,998.4	Ψ	3.2	0.43	Ψ	2,786.6		3.2	0.167	
Time		1,063.7		5.1	1.92		1,078.4		4.9	1.81		1,227.9		5.7	1.83	
Total Interest-Bearing Deposits		5,562.2		10.0	0.71	_	5,547.8		9.0	0.64		5,308.3		9.4	0.71	
Short-Term Borrowings		776.0	_	3.5	1.82	_	816.9	_	2.8	1.36		608.0		1.7	1.06	
Long-Term Debt		252.6		3.9	6.16		246.8		3.8	6.22		324.2		4.4	5.43	
Total Interest-Bearing	_	232.0		3.9	0.10	_	240.6		3.6	0.22		324.2		4.4	3.43	
Liabilities		6,590.8		17.4	1.05		6,611.5		15.6	0.94		6,240.5		15.5	0.99	
		0,390.8	e		1.03	_	0,011.3	\$		0.94		0,240.3	e	93.4	0.99	
Net Interest Income			\$	100.0	4.120/			3	98.8	4.1.40/			2	93.4	4.000	
Interest Rate Spread					4.12%					4.14%					4.08%	
Net Interest Margin					4.40%					4.39%					4.35%	
Non-Interest-Bearing Demand		1.054.2					1.022.0					1.026.4				
Deposits		1,954.2					1,932.0					1,836.4				
Other Liabilities		419.4					393.4					355.7				
Shareholders' Equity		778.6				_	731.6					825.2				
Total Liabilities and	·	9,743.0				e	9,668.5				s	9,257.8				
Shareholders' Equity	3	9,743.0				Ф	9,008.3				Φ	7,431.8				

Consolidated Average Balances and Interest Rates - Taxable Equivalent Basis (Unaudited)

		r	ear Ended mber 31, 2004		·	Year Ended December 31, 2003					
(dollars in millions)		Average Balance	Income/ Expense	Yield/ Rate	Average Balance		Income/ Expense	Yield/ Rate			
Earning Assets											
Interest-Bearing Deposits	\$	189.7	\$ 3.5	1.83%	\$ 227.3	\$	4.8	2.12%			
Funds Sold		85.6	1.0	1.24	162.9		1.9	1.18			
Investment Securities											
Available for Sale		2,227.8	93.7	4.21	2,142.8		77.9	3.64			
Held to Maturity		675.7	26.2	3.88	487.6		19.0	3.89			
Loans Held for Sale		15.8	0.9	5.58	39.5		2.2	5.48			
Loans and Leases											
Commercial and Industrial		810.4	42.3	5.22	860.3		41.9	4.87			
Construction		99.3	4.5	4.56	96.3		4.4	4.56			
Commercial Mortgage		639.1	34.5	5.40	644.8		37.4	5.81			
Residential Mortgage		2,296.7	129.9	5.66	2,295.0		145.6	6.34			
Installment		703.2	59.6	8.47	548.8		52.6	9.59			
Home Equity		560.3	27.4	4.88	444.6		22.5	5.05			
Purchased Home Equity		168.2	7.4	4.41	144.7		5.9	4.10			
Lease Financing		509.5	 21.5	4.21	489.9		22.3	4.55			
Total Loans and Leases		5,786.7	327.1	5.65	5,524.4		332.6	6.02			
Other		73.8	2.8	3.78	75.7		4.3	5.61			
Total Earning Assets	· ·	9,055.1	455.2	5.03	8,660.2		442.7	5.11			
Cash and Non-Interest-Bearing Deposits		314.6	_		328.4		_				
Other Assets		375.8			388.9						
Total Assets	\$	9,745.5		•	\$ 9,377.5						
				,	•						
Interest-Bearing Liabilities											
Interest-Bearing Deposits											
Demand	\$	1,433.1	\$ 3.2	0.22%		\$	2.5	0.20%			
Savings		2,945.3	13.2	0.45	2,723.9		15.7	0.58			
Time		1,114.8	20.3	1.82	1,352.3		29.3	2.17			
Total Interest-Bearing Deposits		5,493.2	36.7	0.67	5,291.9		47.5	0.90			
Short-Term Borrowings		884.0	11.3	1.27	724.2		9.0	1.24			
Long-Term Debt		284.2	16.4	5.78	352.7		20.1	5.71			
Total Interest-Bearing Liabilities		6,661.4	64.4	0.97	6,368.8		76.6	1.20			
Net Interest Income	· ·		\$ 390.8			\$	366.1				
Interest Rate Spread				4.06%				3.91%			
Net Interest Margin				4.32%				4.23%			
Non-Interest-Bearing Demand Deposits		1,929.1			1,753.9						
Other Liabilities		394.0			354.7						
Shareholders' Equity		761.0			900.1						
Total Liabilities and Shareholders'											
Equity	\$	9,745.5			\$ 9,377.5						

Table 6

Analysis of Change in Net Interest Income - Taxable Equivalent Basis (Unaudited)

	Year Ended December 31, 2004 Compared to December 31, 2003									
(dollars in millions)	Vo	lume ¹	Rate ¹	Total						
Change in Interest Income:										
Interest-Bearing Deposits	\$	(0.7)	\$ (0.6)	\$ (1.3)						
Funds Sold		(1.0)	0.1	(0.9)						
Investment Securities										
Available for Sale		3.2	12.6	15.8						
Held to Maturity		7.2	_	7.2						
Loans Held for Sale		(1.3)	_	(1.3)						
Loans and Leases										
Commercial and Industrial		(2.5)	2.9	0.4						
Construction		0.1	_	0.1						
Commercial Mortgage		(0.3)	(2.6)	(2.9)						
Residential Mortgage		0.1	(15.8)	(15.7)						
Installment		13.6	(6.6)	7.0						
Home Equity		5.7	(0.8)	4.9						
Purchased Home Equity		1.0	0.5	1.5						
Lease Financing		0.9	(1.7)	(0.8)						
Total Loans and Leases		18.6	(24.1)	(5.5)						
Other	'	(0.1)	(1.4)	(1.5)						
Total Change in Interest Income		25.9	(13.4)	12.5						
Change in Interest Expense:										
Interest-Bearing Deposits										
Demand		0.5	0.2	0.7						
Savings		1.2	(3.7)	(2.5)						
Time		(4.7)	(4.3)	(9.0)						
Total Interest-Bearing Deposits		(3.0)	(7.8)	(10.8)						
Short-Term Borrowings		2.1	0.2	2.3						
Long-Term Debt		(3.9)	0.2	(3.7)						
Total Change in Interest Expense		(4.8)	(7.4)	(12.2)						
Change in Net Interest Income	\$	30.7	\$ (6.0)	\$ 24.7						

¹ The changes for each category of interest income and expense are divided between the portion of changes attributable to the variance in volume or rate for that category.

Salaries and Benefits (Unaudited)	Table 7
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	Three Mon Decem		Year Ended December 31,					
(dollars in thousands)	 2004		2003		2004		2003	
Salaries	\$ 27,947	\$	27,972	\$	110,851	\$	114,376	
Incentive Compensation	3,999		5,130		15,458		15,747	
Stock-Based Compensation	2,926		5,128		11,726		9,215	
Commission Expense	1,991		1,833		7,682		10,797	
Retirement and Other Benefits	3,230		882		15,900		14,353	
Payroll Taxes	2,115		2,009		11,063		10,454	
Medical, Dental, and Life Insurance	2,050		1,981		8,354		7,371	
Separation Expense	785		1,474		3,265		3,967	
Total Salaries and Benefits	\$ 45,043	\$	46,409	\$	184,299	\$	186,280	

Loan Portfolio Balances (Unaudited) Table 8

(dollars in thousands)	December 31, 2004		Se	eptember 30, 2004	June 30, 2004	March 31, 2004		December 31, 2003	
Domestic Loans									
Commercial									
Commercial and Industrial	\$	871,485	\$	755,455	\$ 776,815	\$	793,293	\$	816,246
Commercial Mortgage		602,678		648,991	643,382		650,566		639,354
Construction		122,355		104,709	98,916		91,002		101,321
Lease Financing		446,937		447,005	447,673		442,590		435,934
Total Commercial		2,043,455		1,956,160	 1,966,786		1,977,451		1,992,855
Consumer									
Residential Mortgage		2,293,202		2,261,814	2,257,624		2,254,654		2,320,410
Home Equity		657,164		609,981	559,225		510,378		467,019
Purchased Home Equity		122,728		143,300	162,730		191,066		212,514
Other Consumer		751,821		729,747	721,386		671,893		658,831
Lease Financing		32,535		33,796	34,676		34,816		35,320
Total Consumer		3,857,450		3,778,638	3,735,641		3,662,807		3,694,094
Total Domestic Loans		5,900,905		5,734,798	5,702,427		5,640,258		5,686,949
Foreign Loans		86,025		80,777	 84,887		74,738		70,226
Total Loans and Leases	\$	5,986,930	\$	5,815,575	\$ 5,787,314	\$	5,714,996	\$	5,757,175

Selected Concentrations of Credit Exposure (Unaudited)

(dollars in thousands)		Outstanding		December 31, 2004 Unused Commitments		Sept. 30, 2004 Total Exposure			ec. 31, 2003 ¹ Total Exposure	
· · · · · · · · · · · · · · · · · · ·		Outstanding	Communents			Exposure	Exposure			Exposure
Air Transportation	Φ.	41.055	Φ.	11.505	•	50.564		55.505	Φ.	50.001
United States Regional Passenger Carriers	\$	41,057	\$	11,707	\$	52,764	\$	57,505	\$	59,231
United States National Passenger Carriers		39,594		_		39,594		37,771		37,259
Passenger Carriers Based Outside United										
States		25,910		_		25,910		28,540		31,549
Cargo Carriers		13,771		<u> </u>		13,771		13,771		14,405
Total Air Transportation	\$	120,332	\$	11,707	\$	132,039	\$	137,587	\$	142,444
										,
Guam										
Hotel	\$	6,014	\$	_	\$	6,014	\$	9,348	\$	17,733
Other Commercial		143,819		42,467		186,286		197,460		184,129
Consumer		376,948		13,486		390,434		321,657		288,831
Total Guam	\$	526,781	\$	55,953	\$	582,734	\$	528,465	\$	490,693
										,
Syndicated Exposure	\$	201,359	\$	588,399	\$	789,758	\$	790,354	\$	925,864
·										
Other Large Borrowers ²	\$	109,921	\$	192,481	\$	302,402	\$	298,026	\$	336,748

Exposure includes loans, leveraged leases and operating leases.

¹ For three borrowers, reclassifications occurred between Regional and National Carriers. Syndicated Exposure was restated.

² Other Large Borrowers is defined as exposure with commitments of \$25 million and greater, excluding those collateralized by cash and those separately identified as Air Transportation, Guam, and Syndicated Exposure.

Consolidated Non-Performing Assets and Accruing Loans Past Due 90 Days or More (Unaudited)

(dollars in thousands)			June 30, 2004		March 31, 2004		December 31, 2003			
Non-Performing Assets										
Non-Accrual Loans										
Commercial										
Commercial and Industrial	\$	683	\$	775	\$	680	\$	6,009	\$	6,015
Commercial Mortgage		2,106		5,552		5,649		7,388		9,337
Lease Financing		2,973		1,913		1,948		1,962	_	2,181
Total Commercial		5,762		8,240		8,277		15,359		17,533
Consumer										
Residential Mortgage		7,688		7,278		7,688		7,685		9,354
Home Equity		218		251	_	306		406	_	460
Total Consumer		7,906		7,529		7,994		8,091		9,814
Total Non-Accrual Loans		13,668		15,769		16,271		23,450	_	27,347
Foreclosed Real Estate		191		208		4,889		4,416		4,377
Total Non-Performing Assets	\$	13,859	\$	15,977	\$	21,160	\$	27,866	\$	31,724
Accruing Loans Past Due 90 Days or More										
Commercial	Φ.		¢.		¢.	• •	¢.	=0=	Ф	===
Commercial and Industrial	\$	52	\$	65	\$	19	\$	707	\$	725
Commercial Mortgage		_		688		693		702		
Lease Financing										117
Total Commercial		52		753		712		1,409	_	842
Consumer		207		2.500		600		505		1 420
Residential Mortgage		387 183		2,588		698 32		595		1,430
Purchased Home Equity Other Consumer		1,433		97 1,533		1,142		107 1,180		1,210
Lease Financing		30		32		57		1,100		1,210
Total Consumer		2,033	-	4,250	_	1,929		1,882	_	2,640
Total Accruing and Past Due	\$	2,035	\$	5,003	\$	2,641	\$	3,291	\$	3,482
Total Laure and Laure	•	5 096 020	\$	5 015 575	\$	5 797 214	\$	5 714 006	S	5 757 175
Total Loans and Leases	Þ	5,986,930	Þ	5,815,575	Ф	5,787,314	Þ	5,714,996	Ф	5,757,175
Ratio of Non-Accrual Loans to Total Loans		0.23%	ó	0.27%	о́	0.28%	б <u> </u>	0.41%	ó	0.48%
Ratio of Non-Performing Assets to Total Loans and										
Foreclosed Real Estate		0.23%	ó	0.27%	о́ <u> </u>	0.37%	б <u> </u>	0.49%	ó	0.55%
Ratio of Non-Performing Assets and Accruing Loans			,	0.00	,	0.440	,		,	0.510
Past Due 90 Days or More to Total Loans		0.27%		0.36%	о́ <u> </u>	0.41%	о́ <u> </u>	0.55%	<u> </u>	0.61%
Quarter to Quarter Changes in Non-Performing Assets										
Balance at Beginning of Quarter	\$	15,977	\$	21,160	\$	27,866	\$	31,724	\$	40,144
Additions ¹		5,164		2,094		3,909		3,293		2,340
Reductions										
Payments ¹		(6,435)		(1,386)		(4,232)		(4,555)		(3,416)
Return to Accrual		(456)		(1,122)		(2,700)		(1,444)		(839)
Sales of Foreclosed Assets		(206)		(682)		(147)		(310)		(4,418)
Charge-offs/Write-downs		(185)		(88)		(3,536)		(842)		(2,087)
Transfer to Premises				(3,999)						
Total Reductions ¹		(7,282)		(7,277)		(10,615)		(7,151)		(10,760)
Balance at End of Quarter	\$	13,859	\$	15,977	\$	21,160	\$	27,866	\$	31,724

 $^{^{1}\,}$ Fourth quarter 2004 balances corrected from January 24, 2005 earnings release.

Consolidated Allowance for Loan and Lease Losses (Unaudited)

			Thre	e Months Ended	Year Ended						
		December 31,	Se	eptember 30,	December 31,			Decem	ber 31,		
(dollars in thousands)		2004		2004		2003		2004		2003	
Balance at Beginning of Period	\$	124,651	\$	124,904	\$	132,675	\$	129,080	\$	142,853	
Loans Charged-Off				·				·			
Commercial											
Commercial and Industrial		465		227		1,997		4,408		5,311	
Commercial Mortgage		_		_		_		575		548	
Construction		_		_		_		_		529	
Lease Financing		774		_		_		1,381		353	
Consumer								•			
Residential Mortgage		128		226		462		819		1,877	
Home Equity		_		11		250		20		339	
Purchased Home Equity		343		173		143		807		257	
Other Consumer		4,903		4,268		3,919		18,390		17,412	
Lease Financing		47		45		100		155		267	
Total Loans Charged-Off		6,660		4,950		6,871		26,555		26,893	
Recoveries on Loans Previously Charged-Off				.,,,					-		
Commercial											
Commercial and Industrial		542		1,206		936		3,973		3,878	
Commercial Mortgage		119		1,093		23		2,052		129	
Construction				94		3		529		958	
Lease Financing		1		2		88		19		106	
Consumer		_		_							
Residential Mortgage		109		207		115		915		1,027	
Home Equity		5		14		4		158			
Purchased Home Equity		16		51				125		133	
Other Consumer		1.267		1.502		2.015		6.136		6,177	
Lease Financing		23		9		30		103		82	
Foreign		23		519		62		7,061		630	
Total Recoveries on Loans Previously Charged-Off	_	2,105		4,697		3,276	_	21,071		13,120	
Net Loan Recoveries (Charge-Offs)	_	(4,555)		(253)		(3,595)		(5,484)		(13,773)	
Provision for Loan and Lease Losses		(6,500)		(233)		(3,393)		(10,000)		(13,773)	
Other Adjustments		(6,800)				<u> </u>		(6,800)			
,	\$	106,796	\$	124,651	\$	129,080	\$	106,796	\$	129.080	
Balance at End of Period	Þ	100,790	2	124,031	Þ	129,080	Þ	106,796	Þ	129,080	
Average Loans Outstanding	\$	5,834,379	\$	5,796,350	\$	5,570,844	\$	5,786,663	\$	5,524,423	
Ratio of Net Loan Charge-Offs to Average Loans											
Outstanding (annualized)		0.31%		0.02%		0.26%		0.09%		0.25%	
Ratio of Allowance to Loans and Leases Outstanding		1.78%	0	2.14%	Ó	2.24%	ó	1.78%	ó	2.24%	

(dollars in thousands)	Retail Banking		Commercial Banking			Investment Services Group		Treasury and Other Corporate	Consolidated Total		
Three Months Ended December 31, 2004											
Net Interest Income	\$	52,531	\$	33,905	\$	2,995	\$	10,500	\$	99,931	
Provision for Loan and Lease Losses		2,991		1,602		_		(11,093)		(6,500)	
Net Interest Income After Provision for Loan and											
Lease Losses		49,540		32,303		2,995		21,593		106,431	
Non-Interest Income		22,590		9,410		13,747		2,603		48,350	
		72,130		41,713		16,742		24,196		154,781	
Non-Interest Expense		(43,287)		(21,758)		(12,377)		(4,681)		(82,103)	
Income Before Income Taxes		28,843		19,955		4,365		19,515		72,678	
Provision for Income Taxes		(10,672)		(7,379)		(1,615)		(6,771)		(26,437)	
Allocated Net Income		18,171		12,576		2,750		12,744		46,241	
Allowance Funding Value		(162)		(608)		(6)		776		_	
GAAP Provision		2,991		1,602		_		(11,093)		(6,500)	
Economic Provision		(3,565)		(2,463)		(91)		(1)		(6,120)	
Tax Effect of Adjustments		272		544		36		3,817	_	4,669	
Income Before Capital Charge		17,707		11,651		2,689		6,243		38,290	
Capital Charge		(5,461)		(4,672)		(1,289)		(9,992)		(21,414)	
Net Income (Loss) After Capital Charge (NIACC)	\$	12,246	\$	6,979	\$	1,400	\$	(3,749)	\$	16,876	
RAROC (ROE for the Company)		35%		27%	ó	23%	, D	16%		24%	
Total Assets at December 31, 2004	\$	3,773,950	\$	2,376,776	\$	117,602	\$	3,497,863	\$	9,766,191	
Three Months Ended December 31, 2003 ¹											
Net Interest Income	\$	49,691	\$	33,685	\$	2,888	\$	7,088	\$	93,352	
Provision for Loan and Lease Losses		2,288		1,694		´ —		(3,982)		_	
Net Interest Income After Provision for Loan and				· ·							
Lease Losses		47,403		31,991		2,888		11,070		93,352	
Non-Interest Income		23,229		11,218		12,461		2,529		49,437	
		70,632		43,209		15,349		13,599		142,789	
Non-Interest Expense		(44,340)		(21,102)		(12,716)		(5,246)		(83,404)	
Income Before Income Taxes		26,292		22,107		2,633		8,353		59,385	
Provision for Income Taxes		(9,728)		(8,049)		(974)		(1,961)		(20,712)	
Allocated Net Income		16,564		14,058		1,659		6,392		38,673	
Allowance Funding Value		(130)		(806)		(8)		944		_	
GAAP Provision		2,288		1,694		_		(3,982)			
Economic Provision		(3,309)		(2,879)		(98)		(4)		(6,290)	
Tax Effect of Adjustments		426		737		39		1,126		2,328	
Income Before Capital Charge		15,839		12,804		1,592		4,476		34,711	
Capital Charge		(5,663)		(5,367)		(1,271)		(10,396)		(22,697)	
Net Income (Loss) After Capital Charge (NIACC)	\$	10,176	\$	7,437	\$	321	\$	(5,920)	\$	12,014	
RAROC (ROE for the Company)		31%)	26%	ó	14%	<u> </u>	21%		19%	
Total Assets at December 31, 2003	\$	3,667,095	\$	2,323,267	\$	109,003	\$	3,362,282	\$	9,461,647	

 $^{1\,}$ Certain 2003 information has been reclassified to conform to 2004 presentation.

Business Segment Selected Financial Information (Unaudited)

Table 11b

(dollars in thousands)	Retail Banking		_	Commercial Banking	Investment Services Group			Treasury and Other Corporate	Consolidated Total		
Year Ended December 31, 2004											
Net Interest Income	\$	203,541	\$	135,477	\$	11,524	\$	40,048	\$	390,590	
Provision for Loan and Lease Losses		10,446		3,232		47		(23,725)		(10,000)	
Net Interest Income After Provision for Loan and Lease		<u> </u>									
Losses		193,095		132,245		11,477		63,773		400,590	
Non-Interest Income		90,424		47,470		53,847		13,353		205,094	
		283,519		179,715		65,324		77,126		605,684	
Non-Interest Expense		(174,670)		(91,097)		(52,018)		(16,655)		(334,440)	
Income Before Income Taxes		108,849		88,618		13,306		60,471		271,244	
Provision for Income Taxes		(40,274)		(32,790)		(4,924)		(19,917)		(97,905)	
Allocated Net Income		68,575		55,828		8,382		40,554		173,339	
Allowance Funding Value		(605)		(2,653)		(25)		3,283			
GAAP Provision		10,446		3,232		47		(23,725)		(10,000)	
Economic Provision		(14,054)		(10,528)		(370)		(8)		(24,960)	
Tax Effect of Adjustments		1,559		3,681		129		7,566		12,935	
Income Before Capital Charge		65,921		49,560		8.163		27,670		151,314	
Capital Charge		(22,157)		(19,905)		(5,209)		(36,458)		(83,729)	
Net Income (Loss) After Capital Charge (NIACC)	\$	43,764	\$	29,655	\$	2,954	\$	(8,788)	\$	67,585	
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RAROC (ROE for the Company)		33%		27%		17%		22%		23%	
Total Assets at December 31, 2004	\$	3,773,950	\$	2,376,776	\$	117,602	\$	3,497,863	\$	9,766,191	
Year Ended December 31, 2003 ¹											
Net Interest Income	\$	208,189	\$	137,164	\$	11,515	\$	9,074	\$	365,942	
Provision for Loan and Lease Losses		6,909		8,415		(5)		(15,319)		´—	
Net Interest Income After Provision for Loan and Lease		<u> </u>									
Losses		201,280		128,749		11,520		24,393		365,942	
Non-Interest Income		95,168		40,975		49,998		12,579		198,720	
		296,448		169,724		61,518		36,972		564,662	
Information Technology Systems Replacement Project		(986)		(23)		(333)		(20,529)		(21,871)	
Non-Interest Expense		(180,484)		(91,376)		(49,174)		(14,970)		(336,004)	
Income Before Income Taxes		114,978		78,325		12,011		1,473		206,787	
Provision for Income Taxes		(42,542)		(28,502)		(4,444)		3,896		(71,592)	
Allocated Net Income		72,436		49,823		7,567		5,369		135,195	
Allowance Funding Value	_	(595)		(3,987)		(32)		4,614			
GAAP Provision		6,909		8,415		(5)		(15,319)		_	
Economic Provision		(11,932)		(12,120)		(432)		(25)		(24,509)	
Tax Effect of Adjustments		2,079		2,846		174		3,969		9,068	
Income (Loss) Before Capital Charge		68,897		44,977		7,272		(1,392)	_	119,754	
Capital Charge		(22,715)		(21,889)		(5,032)		(49,405)		(99,041)	
Net Income (Loss) After Capital Charge (NIACC)	\$	46,182	\$	23,088	\$	2,240	\$	(50,797)	\$	20,713	
RAROC (ROE for the Company)	_	33%		23%		16%		(1)%	, <u> </u>	15%	
Total Assets at December 31, 2003	\$	3,667,095	\$	2,323,267	\$	109,003	\$	3,362,282	\$	9,461,647	

 $[\]boldsymbol{1}$ Certain 2003 information has been reclassified to conform to 2004 presentation.

Quarterly Summary of Selected Consolidated Financial Data (Unaudited)

(dollars in thousands except per share amounts)	D	ecember 31, 2004	Se	eptember 30, 2004	Three	Months Ended June 30, 2004		March 31, 2004	D	ecember 31, 2003
Quarterly Operating Results										
Interest Income										
Interest and Fees on Loans and Leases	\$	84,100	\$	82,079	\$	80,346	\$	81,428	\$	80,351
Income on Investment Securities - Available for Sale		26,394		24,543		21,745		20,846		19,032
Income on Investment Securities — Held to Maturity		6,147		6,370		6,711		6,976		7,183
Deposits		107		496		1,646		1,231		1,169
Funds Sold		356		108		177		417		85
Other Total Interest Income	_	267	_	801	_	865	_	858	_	1,007
		117,371	_	114,397		111,490	_	111,756	_	108,827
Interest Expense		9,993		9.000		9.500		0.200		0.422
Deposits Securities Sold Under Agreements to Bernmahage		3,120		8,990		8,560		9,200		9,433 1,359
Securities Sold Under Agreements to Repurchase Funds Purchased		395		2,085 683		2,222 506		1,926 231		249
Short-Term Borrowings		393		15		13		15		17
Long-Term Debt		3,893		3,845		4,340		4,353		4,417
Total Interest Expense		17,440		15,618		15,641	_	15,725	_	15,475
Net Interest Income	_	99,931		98,779	_	95,849	_	96,031	_	93,352
Provision for Loan and Lease Losses				98,779		/		90,031		93,332
Net Interest Income After Provision for Loan and Lease	_	(6,500)	_		_	(3,500)	_		_	
Losses		106,431		98,779		99,349		96,031		93,352
Non-Interest Income		100,431		90,119		99,549	_	90,031	_	93,332
Trust and Asset Management		13,934		12,672		12,995		13,864		12.759
Mortgage Banking		1,516		1,711		2,808		1,977		3,324
Service Charges on Deposit Accounts		10,155		9,472		9,540		9,950		9,442
Fees, Exchange, and Other Service Charges		13.684		13.741		14,243		13,239		13,725
Investment Securities Gains (Losses)		(757)				(37)				(20)
Insurance		4,234		5,423		4,926		4,658		4,762
Other		5,584		10,035		10,373		5,154		5,445
Total Non-Interest Income		48,350		53,054		54,848		48,842		49,437
Non-Interest Expense	_	,	-		_	- 1,0 10		,		.,,.,,
Salaries and Benefits		45,043		46,566		46,689		46,001		46,409
Net Occupancy Expense		9,606		9,812		9,543		9,386		9,933
Net Equipment Expense		6,316		5,847		5,799		5,964		7,395
Other		21,138		21,965		23,094		21,671		19,667
Total Non-Interest Expense		82,103		84,190		85,125		83,022		83,404
Income Before Income Taxes		72,678		67,643		69,072		61,851		59,385
Provision for Income Taxes		26,437		24,576		24,840		22,052		20,712
Net Income	\$	46,241	\$	43,067	\$	44,232	\$	39,799	\$	38,673
Basic Earnings Per Share	\$	0.86	\$	0.82	\$	0.84	\$	0.73	\$	0.70
Diluted Earnings Per Share	\$	0.82	\$	0.78	\$	0.79	\$	0.69	\$	0.66
Dalamas Chast Tatala										
Balance Sheet Totals Total Assets		9,766,191		9,594,809		9,688,769		10,013,442		9,461,647
Net Loans				5,690,924				5,587,811		
Total Deposits		5,880,134 7,564,667		7,413,240		5,662,410 7,469,288		7,363,922		5,628,095 7,332,779
Total Shareholders' Equity		814,834		7,413,240		699,438		7,303,922		793,132
		·		·		·		·		·
Performance Ratios		1.000/		1 770	/	1.000/		1 (50/		1 ((0)
Net Income to Average Total Assets (ROA)		1.89%		1.77%		1.80%		1.65%		1.66%
Net Income to Average Shareholders' Equity (ROE)		23.63%		23.42%		24.28%		19.98%		18.59%
Efficiency Ratio ¹		55.37%		55.45%	o	56.49%		57.31%		58.41%

¹ The efficiency ratio is defined as non-interest expense divided by total revenue (net interest income and non-interest income).