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)

Delaware

(State of Incorporation)

130 Merchant Street, Honolulu, Hawaii

(Address of principal executive offices)

October 24, 2005

99-0148992

(IRS Employer

Identification No.)

96813

(Zip Code)

BANK OF HAWAII CORPORATION

(Exact name of registrant as specified in its charter) ${\bf 1\text{-}6887}$

(Commission

File Number)

(Registrant's telephone number, including area code)	(808) 537-8430
Check the appropriate box below if the Form 8-K filing is intended to following provisions (see General Instruction A.2. below):	simultaneously satisfy the filing obligation of the registrant under any of the
☐ Written communications pursuant to Rule 425 under the Securities	s Act (17 CFR 230.425)
☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Ac	ct (17 CFR 240.14a-12)
☐ Pre-commencement communications pursuant to Rule 14d-2(b) un	der the Exchange Act (17 CFR 240.14d-2(b))
☐ Pre-commencement communications pursuant to Rule 13e-4(c) und	der the Exchange Act (17 CFR 240.13e-4 (c))

Item 2.02. Results of Operations and Financial Conditions.

On October 24, 2005, Bank of Hawaii Corporation announced its results of operations for the quarter ending September 30, 2005. 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

Exhibit No.

99.1 October 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 October 26, 2005

BANK OF HAWAII CORPORATION

/s/ Cynthia G. Wyrick

Cynthia G. Wyrick Senior Vice President and Corporate Secretary



Bank of Hawaii Corporation Third Quarter 2005 Financial Results

- Diluted Earnings Per Share \$0.85; Net Income \$44.8 Million
- Board of Directors Increases Dividend to \$0.37 Per Share

FOR IMMEDIATE RELEASE

HONOLULU, HI (October 24, 2005) — Bank of Hawaii Corporation (NYSE: BOH) today reported diluted earnings per share of \$0.85 for the third quarter of 2005, an increase from diluted earnings per share of \$0.78 in the third quarter of 2004 and a decrease from \$0.87 in the second quarter of 2005. Net income for the third quarter of 2005 was \$44.8 million, up \$1.8 million from net income of \$43.1 million in the third quarter of 2004 and down \$1.6 million from net income of \$46.4 million in the second quarter of 2005. Net income for the third quarter of 2005 included a provision for credit losses of \$3.0 million (\$1.9 million after tax or \$0.04 per diluted share).

Return on average assets for the third quarter of 2005 was 1.74 percent, compared to 1.77 percent in the third quarter of 2004 and 1.87 percent in the second quarter of 2005. Return on average equity was 24.61 percent for the third quarter of 2005, up from 23.42 percent in the same quarter last year and down from 25.98 percent in the previous quarter.

"We are pleased with Bank of Hawaii Corporation's financial performance for the third quarter of 2005," said Allan R. Landon, Chairman and CEO. "We increased revenue, loans and deposits, and maintained reasonable expense levels. Although we returned to provisioning for credit losses during the quarter, our credit quality and the Hawaii economy remain strong."

For the nine months ended September 30, 2005, net income was \$136.8 million, up \$9.7 million or 7.6 percent from net income of \$127.1 million for the same period last year. Diluted earnings per share were \$2.55 for the first nine months of 2005, an increase from \$2.26 for the first nine months of 2004. Year-to-date results for 2005 include the previously mentioned \$3.0 million provision for credit losses compared to a return to income of \$3.5 million in the same period last year resulting from the release of a portion of the allowance for loan and lease losses.

The return on average assets for the nine months ended September 30, 2005 was 1.83 percent, up from 1.74 percent for the same period in 2004. The year-to-date return on average equity was 24.72 percent, up from 22.48 percent for the nine months ended September 30, 2004.

- 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 third quarter of 2005 was \$102.0 million, up \$3.2 million from \$98.8 million in the third quarter of 2004 and up \$0.9 million from \$101.1 million in the second quarter of 2005. The increase in net interest income was largely due to growth in loans and higher average yields on the investment securities and loan portfolios. Partially offsetting the positive increase in interest income was an increase in interest expense resulting from selective rate increases on interest-bearing deposits. An analysis of the change in net interest income from the previous quarter is included in Table 6.

The net interest margin was 4.30 percent for the third quarter of 2005, a 9 basis point decrease from 4.39 percent in the prior year quarter and a 6 basis point decrease from 4.36 percent in the second quarter of 2005. The decrease in the net interest margin compared to the previous quarter was largely due to a higher level of liquidity. The decrease in the net interest margin compared to the same quarter last year was largely due to the effects of the flattening yield curve.

As previously mentioned, the Company recorded a provision for credit losses of \$3.0 million in the third quarter of 2005. Charge-offs during the quarter of \$15.3 million included a \$10.0 million write-off of a fully reserved aircraft lease and were partially offset by recoveries of \$2.3 million. The Company did not recognize a provision for credit losses during the third quarter of 2004 or during the second quarter of 2005.

Non-interest income was \$55.5 million for the third quarter of 2005, an increase of \$2.5 million or 4.6 percent compared to non-interest income of \$53.1 million in the third quarter of 2004. Non-interest income in the third quarters of 2005 and 2004 included gains of \$3.4 million and \$5.2 million, respectively, on the sale of assets at the end of leveraged leases. Excluding these items, non-interest income increased \$4.3 million or 9.0 percent over the same quarter last year. Non-interest income increased \$4.8 million or 9.6 percent compared to \$50.7 million in the second quarter of 2005.

Non-interest expense was \$84.6 million in the third quarter of 2005, up \$0.4 million or 0.5 percent from non-interest expense of \$84.2 million in the same quarter last year and up \$5.6 million or 7.1 percent from \$79.0 million in the second quarter of 2005. Included in the third quarter of 2005 were previously announced charges of \$3.8 million for legal and other expenses related to the mutual fund business. An analysis of salary and benefit expenses is included in Table 7.

The efficiency ratio for the third quarter of 2005 was 53.72 percent, an improvement from 55.45 percent in the same quarter last year and up from 52.07 percent in the previous quarter.

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. Selected financial information for the business segments is included in Tables 11a and 11b.

Asset Quality

Overall asset quality remained strong and stable during the third quarter of 2005. Non-performing assets were \$8.3 million at the end of the third quarter of 2005, a decrease of \$2.7 million, or 24.5 percent, compared to non-performing assets of \$10.9 million at the end of the previous quarter and a decrease of \$7.7 million, or 48.4 percent, compared to \$16.0 million at the end of the same quarter last year. At September 30, 2005 the ratio of non-performing assets to total loans, foreclosed real estate, and other investments was 0.13 percent compared with 0.18 percent at June 30, 2005 and 0.27 percent at September 30, 2004.

Non-accrual loans were \$7.2 million at September 30, 2005, a reduction of \$2.8 million, or 28.1 percent, from \$9.9 million at June 30, 2005 and down \$8.6 million, or 54.6 percent, from \$15.8 million at September 30, 2004. Non-accrual loans as a percentage of total loans were 0.12 percent at September 30, 2005, down from 0.16 percent at June 30, 2005 and from 0.27 percent at September 30, 2004.

Net charge-offs for the third quarter of 2005 were \$13.0 million, or 0.84 percent (annualized) of total average loans, including the previously mentioned write-off of an aircraft lease. Net charge-offs in the previous quarter were \$3.7 million, or 0.25 percent (annualized) of total average loans. In the third quarter of 2004, net charge-offs were \$0.3 million, or 0.02 percent (annualized) of total average loans. Net charge-offs for the first nine months of 2005 were \$20.4 million, or 0.45 percent (annualized) of total average loans compared to \$0.9 million or 0.02 percent (annualized) of total average loans in the same period last year. Net charge-offs in the first nine months of 2004 included a \$6.0 million recovery of a previously charged-off loan from the divested Asia business.

The allowance for loan and lease losses was \$91.7 million at September 30, 2005, down from \$101.6 million at June 30, 2005 and down from \$124.7 million at September 30, 2004. The \$9.9 million decrease in the allowance from the previous quarter was primarily due to net charge-offs. The decrease from the previous year is largely due to net charges-offs, \$6.5 million returned to income from releases of the allowance for loan and lease losses during 2004 and \$6.8 million reclassified to other liabilities for potential losses related to unfunded commitments to extend credit. The allowance for unfunded commitments was \$4.5 million at September 30, 2005, down from \$4.6 million at June 30, 2005.

The ratio of the allowance for loan and lease losses to total loans was 1.48 percent at September 30, 2005. The decrease from the ratio of 1.65 percent at June 30, 2005 was largely due to the previously mentioned write-off of an aircraft lease. The ratio of the allowance for loan and lease losses to total loans was 2.14 percent at September 30, 2004. If the allowance for unfunded commitments had been reclassified at September 30, 2004, the ratio would have been 2.03 percent.

Credit exsposure to the air transportation industry is summarized in Table 8.

Other Financial Highlights

Total assets were \$10.09 billion at September 30, 2005, up from \$10.06 billion at June 30, 2005 and up from \$9.59 billion at September 30, 2004. Total loans and leases were \$6.20 billion at September 30, 2005, up from \$6.15 billion at June 30, 2005 and up from \$5.82 billion at September 30, 2004.

Commercial loan outstandings were \$2.20 billion at September 30, 2005, essentially flat with June 30, 2005 and up from \$2.02 billion at September 30, 2004. Strong commercial loan originations and advances during the third quarter of 2005 were offset by payoff activity. Consumer loan outstandings were \$4.00 billion at September 30, 2005, up from \$3.95 billion at June 30, 2005 and up from \$3.79 billion at September 30, 2004. Growth in residential mortgage and home equity lending continues to be supported by robust construction activity and the strong Hawaii housing market.

Total deposits at September 30, 2005 were \$7.76 billion, up from \$7.73 billion at June 30, 2005 and up from \$7.41 billion at September 30, 2004. Non-interest-bearing demand and savings accounts balances decreased during the quarter as customers shifted funds to higher rate interest-bearing accounts and time deposits.

During the third quarter of 2005, Bank of Hawaii Corporation repurchased 762.7 thousand shares of common stock at a total cost of \$38.8 million under its share repurchase program. The average cost was \$50.85 per share repurchased. From the beginning of the share repurchase program in July 2001 through September 30, 2005, the Company has repurchased a total of 39.4 million shares and returned \$1.3 billion to the shareholders at an average cost of \$33.03 per share. From October 1, 2005 through October 21, 2005, the Company repurchased 75.0 thousand shares of common stock at an average cost of \$48.66 per share. Remaining buyback authority under the share repurchase program was \$46.6 million at October 21, 2005.

The Company's capital and liquidity remain strong. At September 30, 2005 the Tier 1 leverage ratio was 6.98 percent compared to 7.14 percent at June 30, 2005 and 7.69 percent at September 30, 2004.

The Company's Board of Directors declared a quarterly cash dividend of \$0.37 per share on the Company's outstanding shares. The dividend will be payable on December 14, 2005 to shareholders of record at the close of business on November 30, 2005.

Financial Outlook

Bank of Hawaii Corporation currently estimates net income for the full year of 2005 will be approximately \$179 million to \$181 million. The Company performs a quarterly analysis of credit quality to determine the adequacy of the reserve for credit losses. The results of this analysis determine the timing and amount of the provision for credit losses.

Conference Call Information

The Company will review its third quarter 2005 financial results today at 8:00 a.m. Hawaii Time (2:00 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 866-700-7477 in the United States or 617-213-8840 for international callers. No confirmation code is required to access the call. A replay will be available for one week beginning Monday, October 24, 2005 by calling 888-286-8010 in the United States or 617-801-6888 for international callers and entering the number 43957291 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 "Financial Outlook," contains, and other statements made by the Company may contain, forward-looking statements concerning, among other things, the economic and business environment in our service area and elsewhere, growth in the lending portfolio, credit quality, 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, taxing authority interpretations, legislation in Hawaii and the other markets we serve, or the timing and interpretation of accounting standards; 2) changes in our credit quality or risk profile that may increase or decrease the required level of reserve for credit losses; 3) changes in market interest rates that may affect our credit markets and ability to maintain our net interest margin; 4) unpredictable costs and other consequences of legal or regulatory matters involving the Company; 5) changes to the amount and timing of our proposed equity repurchases; 6) real or threatened acts of war or terrorist activity affecting business conditions; and 7) adverse weather, public health and other natural conditions impacting the Company and its customers' operations. We do not undertake an obligation to update forward-looking statements to reflect later events or circumstances.

####

	 Three Mo Septen	nths En iber 30,		 Nine Mo Septer	nths En nber 30	
(dollars in thousands except per share amounts)	 2005		2004	2005		2004
For the Period:						
Interest Income	\$ 129,234	\$	114,397	\$ 373,497	\$	337,643
Net Interest Income	 101,960		98,779	 303,657		290,659
Net Income	44,829		43,067	136,780		127,098
Basic Earnings Per Share	0.87		0.82	2.62		2.40
Diluted Earnings Per Share	0.85		0.78	2.55		2.26
Dividends Declared Per Share	0.33		0.30	0.99		0.90
Net Income to Average Total Assets (ROA)	1.74%		1.77%	1.83%		1.74%
Net Income to Average Shareholders' Equity (ROE)	24.61		23.42	24.72		22.48
Net Interest Margin ¹	4.30		4.39	4.36		4.29
Efficiency Ratio ²	53.72		55.45	52.90		56.40
·						
Average Assets	\$ 10,196,047	\$	9,668,495	\$ 10,004,968	\$	9,746,283
Average Loans and Leases	6,170,302		5,796,350	6,087,629		5,770,642
Average Deposits	7,833,638		7,479,776	7,756,789		7,390,682
Average Shareholders' Equity	722,758		731,583	739,721		755,075
Average Equity to Average Assets	7.09%		7.57%	7.39%		7.75%

		Septer	nber 30	,
		2005		2004
At Period End:		,		
Net Loans		\$ 6,110,892	\$	5,690,924
Total Assets		10,085,235		9,594,809
Deposits		7,756,586		7,413,240
Long-Term Debt		242,692		252,619
Shareholders' Equity		696,311		756,707
Allowance to Loans and Leases Outstanding		1.48%		2.14%
Dividend Payout Ratio		37.80		37.57
Leverage Ratio		6.98		7.69
Book Value Per Common Share		\$ 13.58	\$	14.27
Employees (FTE)		2,591		2,655
Branches and Offices		85		88
Market Price Per Share of Common Stock for the Quarter Ended:				
	Closing	\$ 49.22	\$	47.25
	High	54.44		48.07
	Low	47 44		43.55

¹ The net interest margin is defined as net interest income, on a fully-taxable equivalent basis, as a percentage of average earning assets.

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

	Three Months Ended					Nine Months Ended				
	S	eptember 30,		June 30,	S	September 30,		Septen	iber 3	
(dollars in thousands except per share amounts)		2005		2005		2004 1		2005		2004 1
Interest Income										
Interest and Fees on Loans and Leases	\$	94,381	\$	90,119	\$	82,079	\$	270,967	\$	243,853
Income on Investment Securities - Available for										
Sale		28,482		27,987		24,543		83,788		67,134
Income on Investment Securities - Held to Maturity		5,109		5,527		6,370		16,461		20,057
Deposits		57		36		496		116		3,373
Funds Sold		935		165		108		1,175		702
Other		270		271		801		990		2,524
Total Interest Income		129,234		124,105		114,397		373,497		337,643
Interest Expense										
Deposits		15,766		13,577		8,990		40,947		26,750
Securities Sold Under Agreements to Repurchase		6,796		4,562		2,085		14,683		6,233
Funds Purchased		901		1,151		683		2,785		1,420
Short-Term Borrowings		50		45		15		127		43
Long-Term Debt		3,761		3,731		3,845		11,298		12,538
Total Interest Expense		27,274		23,066		15,618		69,840		46,984
Net Interest Income		101,960		101,039		98,779		303,657		290,659
Provision for Credit Losses		3,000		<u> </u>		<u> </u>		3,000		(3,500)
Net Interest Income After Provision for Credit Losses		98,960		101,039		98,779		300,657		294,159
Non-Interest Income										
Trust and Asset Management		14,052		14,058		12,672		42,732		39,531
Mortgage Banking		2,618		2,594		1,711		7,802		6,496
Service Charges on Deposit Accounts		10,046		9,569		9,472		29,794		28,962
Fees, Exchange, and Other Service Charges		15,394		15,211		13,741		44,441		41,223
Investment Securities Gains (Losses)		8		337		_		345		(37)
Insurance		5,324		4,330		5,423		15,442		15,007
Other		8,074		4,575		10,035		17,949		25,562
Total Non-Interest Income		55,516		50,674		53,054		158,505		156,744
Non-Interest Expense										
Salaries and Benefits		44,366		43,856		46,566		132,991		139,256
Net Occupancy		9,896		9,189		9,812		28,630		28,741
Net Equipment		5,335		5,377		5,847		16,183		17,610
Professional Fees		5,689		2,905		3,428		11,645		10,632
Other		19,310		17,677		18,537		55,014		56,098
Total Non-Interest Expense		84,596		79,004		84,190		244,463		252,337
Income Before Income Taxes		69,880		72,709		67,643		214,699		198,566
Provision for Income Taxes		25,051		26,280		24,576		77,919		71,468
Net Income	\$	44,829	\$	46,429	\$	43,067	\$	136,780	\$	127,098
Basic Earnings Per Share	\$	0.87	\$	0.90	\$	0.82	\$	2.62	\$	2.40
Diluted Earnings Per Share	\$	0.85	\$	0.87	\$	0.78	\$	2.55	\$	2.26
Dividends Declared Per Share	\$	0.33	\$	0.33	\$	0.78	\$	0.99	\$	0.90
Basic Weighted Average Shares	Ψ	51,385,840	ψ	51,873,772	Ψ	52,390,081	Ψ	52,221,345	φ	53,053,770
Diluted Weighted Average Shares		52,844,961		53,403,781		55,472,868		53,745,612		56,297,277
Diffued Weighted Avelage Shales	_	32,077,301	_	JJ, TUJ, / 01		JJ, T /2,000	_	33,173,012	_	30,271,211

¹ Certain 2004 information has been reclassified to conform to 2005 presentation.

(dollars in thousands)	September 30, June 30, 2005 2005				December 31, 2004			September 30, 2004	
Assets									
Interest-Bearing Deposits	\$	10,119	\$	4,825	\$	4,592	\$	29,976	
Investment Securities - Available for Sale									
Held in Portfolio		2,381,462		2,396,204		2,483,719		2,328,327	
Pledged as Collateral		172,500		117,947		_		_	
Investment Securities - Held to Maturity									
(Fair Value of \$475,884, \$522,993, \$585,836, and \$624,587)		485,041		526,767		589,908		630,276	
Funds Sold		10,000		50,000		21,000		25,000	
Loans Held for Sale		18,095		17,435		17,642		18,595	
Loans and Leases		6,202,546		6,151,418		5,986,930		5,815,575	
Allowance for Loan and Lease Losses		(91,654)		(101,587)		(106,796)		(124,651)	
Net Loans		6,110,892		6,049,831		5,880,134		5,690,924	
Total Earning Assets		9,188,109		9,163,009		8,996,995		8,723,098	
Cash and Non-Interest-Bearing Deposits		296,152		293,115		225,359		290,974	
Premises and Equipment		135,952		137,907		146,095		149,698	
Customers' Acceptance Liability		1,081		1,598		1,406		920	
Accrued Interest Receivable		40,898		38,540		36,044		36,074	
Foreclosed Real Estate		413		292		191		208	
Mortgage Servicing Rights		18,049		18,239		18,769		19,995	
Goodwill		34,959		34,959		36,216		36,216	
Other Assets		369,622		372,031		305,116		337,626	
Total Assets	\$	10,085,235	\$	10,059,690	\$	9,766,191	\$	9,594,809	
Liabilities	Φ	10,065,255	Ф	10,039,090	Φ	9,700,191	Φ	9,394,609	
Deposits									
	¢.	1 000 004	e.	1.010.740	¢.	1 077 702	¢.	1 000 (02	
Non-Interest-Bearing Demand	\$	1,890,904	\$	1,918,749	\$	1,977,703	\$	1,898,602	
Interest-Bearing Demand		1,716,306		1,641,873		1,536,323		1,471,836	
Savings		2,880,066		2,967,993		2,960,351		2,991,386	
Time		1,269,310	_	1,198,143	_	1,090,290	_	1,051,416	
Total Deposits		7,756,586		7,726,758		7,564,667		7,413,240	
Securities Sold Under Agreements to Repurchase		756,407		861,233		568,981		682,630	
Funds Purchased		172,365		63,565		149,635		69,755	
Short-Term Borrowings		8,537		9,894		15,000		11,939	
Banker's Acceptances Outstanding		1,081		1,598		1,406		920	
Retirement Benefits Payable		67,136		66,638		65,708		62,976	
Accrued Interest Payable		9,416		8,617		7,021		6,162	
Taxes Payable and Deferred Taxes		276,678		283,082		229,928		249,265	
Other Liabilities		98,026		83,462		96,373		88,596	
Long-Term Debt		242,692		242,674		252,638		252,619	
Total Liabilities		9,388,924		9,347,521		8,951,357		8,838,102	
Shareholders' Equity									
Common Stock (\$.01 par value); authorized 500,000,000 shares; issued / outstanding: September 2005 - 81,722,233 / 51,282,537, June 2005 - 81,721,733 / 51,853,734, December 2004 - 81,711,752 / 54,960,857, September 2004 - 81,710,695 / 52,021,501		015		015		012		012	
53,021,591		815		815		813		813	
Capital Surplus		463,084		457,280		450,998		413,696	
Accumulated Other Comprehensive Income (Loss)		(34,697)		(18,471)		(12,917)		(5,698)	
Retained Earnings		1,366,058		1,339,119		1,282,425		1,277,615	
Deferred Stock Grants		(5,974)		(7,166)		(8,433)		(9,490)	
Treasury Stock, at Cost (Shares: September 2005 - 30,439,696, June 2005 - 29,867,999, December 2004 - 26,750,895,									
September 2004 - 28,689,104)		(1,092,975)		(1,059,408)		(898,052)		(920,229)	
Total Shareholders' Equity		696,311		712,169		814,834		756,707	
Total Liabilities and Shareholders' Equity				=,>				,, - 1	
	\$	10,085,235	\$	10,059,690	\$	9,766,191	\$	9,594,809	

(dollars in thousands)	 Total	_	Common Stock	_	Capital Surplus	 Accum. Other Comprehensive Income (Loss)	Retained Earnings		Earnings		_	Deferred Stock Grants	 Treasury Stock	 Comprehensive Income
Balance at December 31, 2004	\$ 814,834	\$	813	\$	450,998	\$ (12,917)	\$	1,282,425	\$	(8,433)	\$ (898,052)			
Comprehensive Income:														
Net Income	136,780		_		_	_		136,780		_	_	\$ 136,780		
Other Comprehensive Income, Net of Tax:														
Change in Unrealized Gains and Losses on														
Investment Securities	(21,780)		_		_	(21,780)		_		_	_	 (21,780)		
Total Comprehensive Income												\$ 115,000		
Common Stock Issued under Stock Plans and Related Tax Benefits														
(803,278 shares)	33,268		2		12,086	_		(1,353)		2,459	20,074			
Treasury Stock Purchased (4,478,932 shares)	(214,997)		_		_	_		_		_	(214,997)			
Cash Dividends Paid	(51,794)							(51,794)						
Balance at September 30, 2005	\$ 696,311	\$	815	\$	463,084	\$ (34,697)	\$	1,366,058	\$	(5,974)	\$ (1,092,975)			
					,	<u>.</u>					,			
Balance at December 31, 2003	\$ 793,132	\$	807	\$	391,701	\$ (5,711)	\$	1,199,077	\$	(8,309)	\$ (784,433)			
Comprehensive Income:														
Net Income	127,098		_		_	_		127,098		_	_	\$ 127,098		
Other Comprehensive Income, Net of Tax:														
Change in Unrealized Gains and														
Losses on Investment														
Securities	13		_		_	13		_		_	_	 13		
Total Comprehensive Income												\$ 127,111		
Common Stock Issued under Stock														
Plans and Related Tax Benefits														
(2,305,545 shares)	71,984		6		21,995	_		(434)		(1,181)	51,598			
Treasury Stock Purchased (4,209,363														
shares)	(187,394)		_		_	_		_		_	(187,394)			
Cash Dividends Paid	(48,126)				_	_		(48,126)		_				
Balance at September 30, 2004	\$ 756,707	\$	813	\$	413,696	\$ (5,698)	\$	1,277,615	\$	(9,490)	\$ (920,229)			
						,					/			

Bank of Hawaii Corporation and Subsidiaries Consolidated Average Balances and Interest Rates - Taxable Equivalent Basis (Unaudited)

Table 5

			ee Months Ended tember 30, 2005		Three Months Ended Three Months Ended June 30, 2005 September 30, 2004 ¹					Nine Months Ended September 30, 2005								
(dollars in millions)	Average Balance		Income/ Expense	Yield/ Rate		Average Balance		ncome/ Expense	Yield/ Rate		Average Balance	-	Income/ Expense	Yield/ Rate		verage alance	Income/ Expense	Yield/ Rate
Earning Assets															_			
Interest-Bearing Deposits	\$ 6	5.4	\$ 0.1	3.55%	\$	6.0	\$	_	2.36%	\$	82.6	\$	0.5	2.39%	\$	5.8	\$ 0.1	2.69%
Funds Sold	105	5.7	0.9	3.54		23.1		0.2	2.86		28.6		0.1	1.51		47.5	1.2	3.30
Investment Securities																		
Available for Sale	2,574	1.2	28.5	4.43		2,542.5		28.0	4.41		2,325.5		24.6	4.23		2,536.3	83.9	4.41
Held to Maturity	507	7.5	5.1	4.03		544.1		5.5	4.06		659.0		6.3	3.87		541.8	16.5	4.05
Loans Held for Sale	17	7.0	0.3	5.82		15.1		0.2	5.72		11.3		0.2	5.74		15.1	0.6	
Loans and Leases 2																		
Commercial and																		
Industrial	984	1.2	15.8	6.38		945.0		14.3	6.07		815.1		10.7	5.27		946.6	43.3	6.12
Construction	186		3.0	6.35		140.9		2.1	5.91		81.1		1.0	5.01		150.7	6.7	5.97
Commercial Mortgage	560		8.4	5.95		599.3		8.8	5.89		658.9		8.8	5.29		588.3	25.8	5.85
Residential Mortgage	2,352		33.7	5.73		2,343.9		33.1	5.64		2,280.8		32.1	5.62		2,341.0	99.3	5.65
Other Revolving Credit	_,					_,					_,					_,		
and Installment	742	2.6	15.9	8.52		739.6		15.4	8.37		705.6		15.1	8.53		739.7	46.4	8.39
Home Equity	758		12.2	6.40		719.0		10.8	6.01		583.7		7.1	4.83		718.9	32.5	6.04
Purchased Home Equity		3.7	0.6	2.71		103.3		0.8	3.06		155.2		1.7	4.29		102.8	2.4	3.15
Lease Financing	497		4.5	3.55		499.2		4.7	3.74		516.0		5.4	4.17		499.6	13.9	3.72
Total Loans and Leases	6,170		94.1	6.07		6,090.2		90.0	5.91	_	5,796.4	_	81.9	5.63		6,087.6	270.3	5.93
Other		9.4	0.3	1.35	-	66.3	_	0.3	1.64	-	78.7	-	0.8	4.05	-	66.6	1.0	1.99
3	/5	7.4	0.3	1.55		00.3	_	0.3	1.04	_	/6./	_	0.8	4.03		00.0	1.0	1.99
Total Earning Assets	9,460).5	129.3	5.44		9,287.3		124.2	5.35		8,982.1		114.4	5.08		9,300.7	373.6	5.36
Cash and Non-Interest-																		
Bearing Deposits	316	5.1				305.8					316.9					312.5		
Other Assets	419	9.4				376.1					369.5					391.8		
Total Assets	\$ 10,196	5.0			S	9,969.2				\$	9,668.5				\$	10,005.0		
Interest-Bearing Liabilities																		
Interest-Bearing Deposits																		
Demand	\$ 1,730		2.9	0.66	\$	1,667.3		2.4	0.58	\$	1,471.0		0.9	0.24	\$	1,672.5	6.9	0.56
Savings	2,890		5.3	0.73		2,970.8		4.8	0.65		2,998.4		3.2	0.43		2,944.1	14.5	0.66
Time	1,241	1.9	7.6	2.42		1,159.0		6.4	2.20		1,078.4		4.9	1.81		1,172.3	19.5	2.22
Total Interest-Bearing																		
Deposits	5,862		15.8	1.07		5,797.1		13.6	0.94		5,547.8		9.0	0.64		5,788.9	40.9	0.95
Short-Term Borrowings	953	3.2	7.7	3.22		822.9		5.8	2.81		816.9		2.8	1.36		828.4	17.6	
Long-Term Debt	242	2.7	3.8	6.19		242.7		3.7	6.16		246.8		3.8	6.22		244.7	11.3	6.16
Total Interest-Bearing																		
Liabilities	7,058	3.7	27.3	1.53		6,862.7		23.1	1.35		6,611.5		15.6	0.94		6,862.0	69.8	1.36
Net Interest Income			\$ 102.0				\$	101.1				\$	98.8				\$ 303.8	
Interest Rate Spread				3.91%					4.00%					4.14%				4.00%
Net Interest Margin				4.30%					4.36%					4.39%				4.36%
Non-Interest-Bearing																		
Demand Deposits	1,970	0.9				1,950.2					1,932.0					1,967.9		
Other Liabilities	443					439.5					393.4					435.4		
Shareholders' Equity	722					716.8					731.6					739.7		
Total Liabilities and																		
Shareholders' Equity	\$ 10,196	5.0			S	9,969.2				S	9,668.5				\$	10,005.0		

¹ Certain 2004 information has been reclassified to conform to 2005 presentation.

Non-performing loans are included in the respective average loan balances. Income, if any, on such loans is recognized on a cash basis.

³ Interest income includes taxable-equivalent basis adjustment based upon a statutory tax rate of 35%.

		e 30, 2005			
(dollars in millions)	Vo	lume ¹	Rate ¹	Time ¹	Total
Change in Interest Income:			_		
Interest-Bearing Deposits	\$	— \$	0.1	\$ —	\$ 0.1
Funds Sold		0.7	_	_	0.7
Investment Securities					
Available for Sale		0.4	0.1	_	0.5
Held to Maturity		(0.4)	_	_	(0.4)
Loans Held for Sale		0.1	_	_	0.1
Loans and Leases					
Commercial and Industrial		0.6	0.7	0.2	1.5
Construction		0.7	0.2	_	0.9
Commercial Mortgage		(0.6)	0.1	0.1	(0.4)
Residential Mortgage		0.1	0.5	_	0.6
Other Revolving Credit and Installment		0.1	0.2	0.2	0.5
Home Equity		0.6	0.7	0.1	1.4
Purchased Home Equity		(0.1)	(0.1)	_	(0.2)
Lease Financing		_	(0.3)	0.1	(0.2)
Total Loans and Leases		1.4	2.0	0.7	4.1
Total Change in Interest Income		2.2	2.2	0.7	5.1
Change in Interest Expense:					
Interest-Bearing Deposits					
Demand		0.1	0.4	_	0.5
Savings		(0.2)	0.6	0.1	0.5
Time		0.5	0.6	0.1	1.2
Total Interest-Bearing Deposits		0.4	1.6	0.2	2.2
Short-Term Borrowings		1.1	0.8	_	1.9
Long-Term Debt			0.1		0.1
Total Change in Interest Expense		1.5	2.5	0.2	4.2
Change in Net Interest Income	\$	0.7 \$	(0.3)	\$ 0.5	\$ 0.9
Change in 100 interest income	Ψ	0.7	(0.5)	Ψ 0.5	ψ 0.7

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

			Thre	e Months Ended		Nine Months Ended				
	Sep	tember 30,		June 30,	S	September 30,		Septem	ber 30),
(dollars in thousands)		2005		2005 1		2004 1		2005		2004 1
Salaries	\$	27,652	\$	26,758	\$	27,993	\$	80,521	\$	83,307
Incentive Compensation		4,385		3,725		4,383		12,078		11,459
Stock Based Compensation		1,855		1,828		2,671		5,398		8,800
Commission Expense		1,864		2,281		1,780		6,397		5,691
Retirement and Other Benefits		4,512		4,437		4,099		13,717		12,670
Payroll Taxes		2,091		2,205		2,415		7,749		8,948
Medical, Dental, and Life Insurance		1,805		1,823		2,064		5,859		6,304
Separation Expense		202		799		1,161		1,272		2,077
Total Salaries and Benefits	\$	44,366	\$	43,856	\$	46,566	\$	132,991	\$	139,256

¹ Certain prior information has been reclassified to conform to current presentation.

	Se	ptember 30,	June 30,	December 31,		September 30,
(dollars in thousands)		2005	2005	2004		2004
Commercial		_	 _			
Commercial and Industrial	\$	968,146	\$ 1,000,554	\$ 911,843	\$	792,400
Commercial Mortgage		574,034	563,581	602,678		648,991
Construction		190,603	165,772	122,103		104,457
Lease Financing		468,378	471,600	479,100		479,063
Total Commercial		2,201,161	2,201,507	2,115,724		2,024,911
Consumer						
Residential Mortgage		2,370,717	2,345,483	2,324,058		2,290,940
Home Equity		778,723	739,161	657,164		609,981
Purchased Home Equity		81,076	93,806	122,728		143,300
Other Revolving Credit and Installment		743,764	742,834	734,721		712,647
Lease Financing		27,105	28,627	32,535		33,796
Total Consumer		4,001,385	3,949,911	3,871,206		3,790,664
Total Loans and Leases	\$	6,202,546	\$ 6,151,418	\$ 5,986,930	\$	5,815,575

Air Transportation Credit Exposure ² (Unaudited)

			Septer	mber 30, 2005	Dec	. 31, 2004	Se	ept. 30, 2004	
				Unused	Total		Total		Total
(dollars in thousands)	О	utstanding	Co	mmitments	Exposure]	Exposure		Exposure
United States Regional Passenger Carriers	\$	41,206	\$	1,656	\$ 42,862	\$	54,981	\$	57,505
United States National Passenger Carriers		27,816		_	27,816		37,377		37,771
Passenger Carriers Based Outside United States		21,573		_	21,573		25,910		28,540
Cargo Carriers		13,240		<u> </u>	13,240		13,771		13,771
Total Air Transportation	\$	103,835	\$	1,656	\$ 105,491	\$	132,039	\$	137,587

¹ Certain prior information has been reclassified to conform to current presentation.

² Exposure includes loans, leveraged leases and operating leases.

(dollars in thousands)	Se	ptember 30, 2005		June 30, 2005	D	2004	S	eptember 30, 2004
Non-Performing Assets								
Non-Accrual Loans								
Commercial								
Commercial and Industrial	\$	471	\$	430	\$	683	\$	775
Commercial Mortgage		1,555		1,739		2,106		5,552
Lease Financing		4		1,586		2,973		1,913
Total Commercial		2,030		3,755		5,762		8,240
Consumer								
Residential Mortgage		5,083		6,034		7,688		7,278
Home Equity		41		156		218	_	251
Total Consumer		5,124		6,190		7,906		7,529
Total Non-Accrual Loans		7,154		9,945		13,668		15,769
Foreclosed Real Estate		413		292		191		208
Other Investments		683	Φ.	683	Φ.	12.050	Φ.	15.055
Total Non-Performing Assets	\$	8,250	\$	10,920	\$	13,859	\$	15,977
Accruing Loans Past Due 90 Days or More Commercial								
Commercial and Industrial	\$		\$	9	\$	52	\$	65
Commercial Mortgage	Ф		Ф	2,213	Ф	32	Φ	688
Total Commercial				2,222		52	_	753
Consumer				2,222		32		133
Residential Mortgage		1,545		1,310		387		2,588
Purchased Home Equity		83				183		97
Other Revolving Credit and Installment		1,479		1,417		1,433		1,533
Lease Financing		51				30		32
Total Consumer		3,158		2,727		2,033		4,250
Total Accruing Loans Past Due 90 Days or More	\$	3,158	\$	4,949	\$	2,085	\$	5,003
Total Loans and Leases	\$	6,202,546	\$	6,151,418	\$	5,986,930	\$	5,815,575
Ratio of Non-Accrual Loans to Total Loans		0.12%		0.16%		0.23%		0.27%
Ratio of Non-Performing Assets to Total Loans, Foreclosed Real								
Estate and Other Investments		0.13%		0.18%		0.23%		0.27%
Estate and Other investments		0.1370		0.1070		0.2370		0.2770
Ratio of Non-Performing Assets and Accruing Loans Past Due 90 Days or More to Total Loans		0.18%		0.26%		0.27%		0.36%
Days of More to Total Edans		0.1070		0.2070		0.2770		0.5070
Quarter to Quarter Changes in Non-Performing Assets								
Balance at Beginning of Quarter	\$	10,920	\$	13,365	\$	15,977	\$	21,160
Additions	Ψ	919	Ψ	3,088	Ψ	5,164	Ψ	2,094
Reductions		, , ,		2,000		2,10.		2,00
Payments		(1,326)		(5,097)		(6,435)		(1,386)
Return to Accrual		(2,007)		(392)		(456)		(1,122)
Sales of Foreclosed Assets		`		`		(206)		(682)
Charge-offs/Write-downs		(256)		(44)		(185)		(88)
Transfer to Premises						<u> </u>		(3,999)
Total Reductions		(3,589)		(5,533)		(7,282)		(7,277)
Balance at End of Quarter	\$	8,250	\$	10,920	\$	13,859	\$	15,977
		_		_		_		_

		Three Mor Septem		ded	Nine Months Ended September 30,						
(dollars in thousands)		2005		2004		2005		2004			
Balance at Beginning of Period	\$	106,163	\$	124,904	\$	113,596	\$	129,080			
Loans Charged-Off		, , , , , ,		,		- ,		,,,,,,			
Commercial											
Commercial and Industrial		620		227		1,775		3,942			
Commercial Mortgage		_		_		_		574			
Lease Financing		10,049		_		10,049		607			
Consumer											
Residential Mortgage		130		226		512		690			
Home Equity		_		11		_		20			
Purchased Home Equity		26		173		723		464			
Other Revolving Credit and Installment		4,488		4,268		13,617		13,487			
Lease Financing		6		45		69		109			
Total Loans Charged-Off		15,319		4,950		26,745		19,893			
Recoveries on Loans Previously Charged-Off											
Commercial											
Commercial and Industrial		528		1,206		1,281		3,431			
Commercial Mortgage		146		1,093		240		1,933			
Construction				94				529			
Lease Financing		_		2		162		18			
Consumer											
Residential Mortgage		190		207		485		805			
Home Equity		4		14		34		154			
Purchased Home Equity		126		51		281		108			
Other Revolving Credit and Installment		1,322		1,502		3,775		4,868			
Lease Financing		7		9		58		80			
Foreign				519				7,038			
Total Recoveries on Loans Previously Charged-Off		2,323		4,697		6,316		18,964			
Net Loan Charge-Offs		(12,996)		(253)		(20,429)		(929)			
Provision for Credit Losses		3,000	_			3,000		(3,500)			
Balance at End of Period ¹	\$	96,167	\$	124,651	\$	96,167	\$	124,651			
Components											
Allowance for Loan and Lease Losses	\$	91,654	\$	124,651	\$	91,654	\$	124,651			
Reserve for Unfunded Commitments ²		4,513		· _		4,513		_			
Total Reserve for Credit Losses	\$	96,167	\$	124,651	\$	96,167	\$	124,651			
Average Loans Outstanding	\$	6,170,302	\$	5,796,350	\$	6,087,629	\$	5,770,642			
Ratio of Net Loan Charge-Offs to Average Loans Outstanding (annualized)		0.84%		0.02%		0.45%		0.02%			
Ratio of Allowance to Loans and Leases Outstanding ²		1.48%		2.14%		1.48%		2.14%			

¹ Included in this analysis is activity related to the Company's reserve for unfunded commitments, which is separately recorded in other liabilities in the Consolidated Statements of Condition.

² The reclassification of the reserve for unfunded commitments to other liabilities occurred in the fourth quarter of 2004 on a prospective basis. Thus, September 30, 2004 allowance for loan and lease losses and reserve for unfunded commitments were reported together. At September 30, 2004, the reserve for unfunded commitments was \$6.7 million.

(dollars in thousands)		Retail Banking	_	Commercial Banking	 Investment Services Group		Treasury and Other Corporate	_	Consolidated Total
Three Months Ended September 30, 2005									
Net Interest Income	\$	56,549	\$	36,017	\$ 3,223	\$	6,171	\$	101,960
Provision for Credit Losses		2,946		10,564	´ —		(10,510)		3,000
Net Interest Income After Provision for Credit Losses		53,603		25,453	3,223		16,681		98,960
Non-Interest Income		25,595		13,385	14,097		2,439		55,516
		79,198		38,838	 17,320		19,120		154,476
Non-Interest Expense		(44,517)		(22,025)	(15,683)		(2,371)		(84,596)
Income Before Income Taxes		34,681	-	16,813	1,637		16,749		69,880
Provision for Income Taxes		(12,832)		(6,327)	(606)		(5,286)		(25,051)
Allocated Net Income		21,849	-	10,486	1,031		11,463		44,829
Allowance Funding Value		(178)		(586)	 (5)		769		
GAAP Provision		2,946		10,564	_		(10,510)		3,000
Economic Provision		(3,364)		(2,410)	(105)		(1)		(5,880)
Tax Effect of Adjustments		221		(2,800)	41		3,604		1,066
Income Before Capital Charge		21,474		15,254	962		5,325		43,015
Capital Charge		(5,569)		(4,645)	(1,548)		(8,113)		(19,875)
Net Income (Loss) After Capital Charge (NIACC)	\$	15,905	\$	10,609	\$ (586)	\$	(2,788)	\$	23,140
RAROC (ROE for the Company)	_	42%		36%	 7%	_	16%		25%
Total Assets at September 30, 2005	\$	3,829,656	\$	2,538,084	\$ 184,757	\$	3,532,738	\$	10,085,235
Three Months Ended September 30, 2004 ¹									
Net Interest Income	\$	51,329	\$	33,967	\$ 2,889	\$	10,594	\$	98,779
Provision for Credit Losses		2,121		(847)	(1)		(1,273)		_
Net Interest Income After Provision for Credit Losses	-	49,208	-	34.814	 2.890		11.867		98,779
Non-Interest Income		22,430		15,350	12,812		2,462		53,054
		71.638		50.164	 15,702		14,329		151.833
Non-Interest Expense		(43,605)		(23,019)	(13,632)		(3,934)		(84,190)
Income Before Income Taxes		28,033	_	27,145	 2,070		10,395		67,643
Provision for Income Taxes		(10,372)		(10,069)	(766)		(3,369)		(24,576)
Allocated Net Income		17,661	-	17,076	1,304		7,026		43,067
Allowance Funding Value		(166)		(621)	 (6)		793		
GAAP Provision		2,121		(847)	(1)		(1,273)		_
Economic Provision		(3,584)		(2,467)	(86)		(1)		(6,138)
Tax Effect of Adjustments		602		1,456	34		179		2,271
Income Before Capital Charge		16,634		14,597	1,245		6,724		39,200
Capital Charge		(5,441)		(4,824)	(1,344)		(8,515)		(20,124)
Net Income (Loss) After Capital Charge (NIACC)	\$	11,193	\$	9,773	\$ (99)	\$	(1,791)	\$	19,076
RAROC (ROE for the Company)	_	33%	_	33%	 10%	_	20%		23%
Total Assets at September 30, 2004	\$	3,711,048	\$	2,295,901	\$ 124,943	\$	3,462,917	\$	9,594,809

Certain 2004 information has been reclassified to conform to 2005 presentation.

(dollars in thousands)		Retail Banking	_	Commercial Banking		Investment Services Group		Treasury and Other Corporate	_	Consolidated Total
Nine Months Ended September 30, 2005										
Net Interest Income	\$	163,111	\$	106,105	\$	9,334	\$	25,107	\$	303,657
Provision for Credit Losses		9,962		11,216		(1)		(18,177)		3,000
Net Interest Income After Provision for Credit Losses		153,149		94,889		9,335	-	43,284		300,657
Non-Interest Income		74,917		33,651		42,952		6,985		158,505
		228,066		128,540		52,287		50,269		459,162
Non-Interest Expense		(130,135)		(65,604)		(42,594)		(6,130)		(244,463)
Income Before Income Taxes	_	97,931		62,936		9,693		44,139		214,699
Provision for Income Taxes		(36,235)		(23,326)		(3,586)		(14,772)		(77,919)
Allocated Net Income		61,696		39,610		6.107		29,367		136,780
Allowance Funding Value		(509)		(1,788)		(17)		2,314		
GAAP Provision		9,962		11,216		(1)		(18,177)		3.000
Economic Provision		(10,304)		(7,300)		(298)		(3)		(17,905)
Tax Effect of Adjustments		315		(787)		117		5,871		5,516
Income Before Capital Charge		61,160		40,951		5,908		19,372		127,391
Capital Charge		(16,449)		(13,842)		(4,317)		(26,436)		(61,044)
Net Income (Loss) After Capital Charge (NIACC)	\$	44,711	\$	27,109	\$	1,591	\$	(7,064)	\$	66,347
The mediae (Edss) After Capital Charge (MACC)	Ψ	1 1,7 11	Ψ	27,100	Ψ	1,371	Ψ	(7,001)	Ψ	00,517
RAROC (ROE for the Company)		41%		33%		15%		16%		25%
Total Assets at September 30, 2005	\$	3,829,656	\$	2,538,084	\$	184,757	\$	3,532,738	\$	10,085,235
Nine Months Ended September 30, 2004 ¹										
Net Interest Income	\$	151.010	\$	101,569	\$	8,533	\$	29,547	\$	290.659
Provision for Credit Losses	Ψ	7,455	Ψ	1,630	Ψ	47	Ψ	(12,632)	Ψ	(3,500)
Net Interest Income After Provision for Credit Losses	_	143,555		99,939	_	8,486		42.179		294.159
Non-Interest Income		67,833		37,923		40,238		10,750		156,744
Non-interest income	_	211,388		137.862	_	48,724	_	52,929		450,903
Non-Interest Expense		(131,382)		(69,092)		(39,888)		(11,975)		(252,337)
Income Before Income Taxes		80.006		68,770		8,836	_	40.954		198,566
Provision for Income Taxes		(29,602)		(25,450)		(3,269)		(13,147)		(71,468)
Allocated Net Income		50,404		43,320		5.567	_	27.807		127.098
		(442)		(2.045)	_	(20)		2,507		127,098
Allowance Funding Value GAAP Provision		7,455		1,630		47		(12,632)		(3,500)
Economic Provision		(10,489)		(8,065)		(279)		(6)		(18,839)
Tax Effect of Adjustments		1,286		3,138		93		3,749		8,266
, and the second		48,214		37,978	_	5,408		21.425		113,025
Income Before Capital Charge Capital Charge		(16,696)		(15,218)		(3,934)		(26,465)		(62,313)
•	\$		0		0		\$		Φ.	
Net Income (Loss) After Capital Charge (NIACC)	Þ	31,518	\$	22,760	\$	1,474	Þ	(5,040)	\$	50,712
RAROC (ROE for the Company)		32%		27%		15%		24%		22%
Total Assets at September 30, 2004	\$	3,711,048	\$	2,295,901	\$	124,943	\$	3,462,917	\$	9,594,809

Certain 2004 information has been reclassified to conform to 2005 presentation.

	Three Months Ended										
(dollars in thousands except per share amounts)		eptember 30,		June 30,		March 31,	D	ecember 31,	September 30,		
		2005		2005		2005		2004		2004 1	
Out autoub. Out and fin a Paralle											
Quarterly Operating Results Interest Income											
Interest and Fees on Loans and Leases	\$	94.381	\$	90.119	\$	86,467	\$	84,100	\$	82,079	
Income on Investment Securities - Available for	Ψ	74,501	Ψ	50,115	Ψ	00,107	Ψ	04,100	Ψ	02,077	
Sale		28,482		27,987		27,319		26,394		24,543	
Income on Investment Securities - Held to		20,.02		27,507		27,019		20,55		2 .,5 .5	
Maturity		5,109		5,527		5,825		6,147		6,370	
Deposits		57		36		23		107		496	
Funds Sold		935		165		75		356		108	
Other		270		271		449		267		801	
Total Interest Income		129,234		124,105		120,158		117,371		114,397	
Interest Expense											
Deposits		15,766		13,577		11,604		9,993		8,990	
Securities Sold Under Agreements to											
Repurchase		6,796		4,562		3,325		3,120		2,085	
Funds Purchased		901		1,151		733		395		683	
Short-Term Borrowings		50		45		32		39		15	
Long-Term Debt		3,761		3,731		3,806		3,893		3,845	
Total Interest Expense		27,274		23,066		19,500		17,440		15,618	
Net Interest Income		101,960		101,039		100,658		99,931		98,779	
Provision for Credit Losses		3,000		_		_		(6,500)		_	
Net Interest Income After Provision for Credit											
Losses		98,960		101,039		100,658		106,431		98,779	
Non-Interest Income				_				_			
Trust and Asset Management		14,052		14,058		14,622		13,934		12,672	
Mortgage Banking		2,618		2,594		2,590		1,516		1,711	
Service Charges on Deposit Accounts		10,046		9,569		10,179		10,155		9,472	
Fees, Exchange, and Other Service Charges		15,394		15,211		13,836		13,684		13,741	
Investment Securities Gains (Losses)		8		337		_		(757)		_	
Insurance		5,324		4,330		5,788		4,234		5,423	
Other		8,074		4,575		5,300		5,584		10,035	
Total Non-Interest Income		55,516		50,674		52,315		48,350		53,054	
Non-Interest Expense											
Salaries and Benefits		44,366		43,856		44,769		45,043		46,566	
Net Occupancy		9,896		9,189		9,545		9,606		9,812	
Net Equipment		5,335		5,377		5,471		6,316		5,847	
Professional Fees		5,689		2,905		3,051		3,580		3,428	
Other		19,310		17,677		18,027		17,558		18,537	
Total Non-Interest Expense		84,596		79,004		80,863		82,103		84,190	
Income Before Income Taxes		69,880		72,709		72,110		72,678		67,643	
Provision for Income Taxes		25,051		26,280		26,588		26,437		24,576	
Net Income	\$	44,829	\$	46,429	\$	45,522	\$	46,241	\$	43,067	
Basic Earnings Per Share	\$	0.87	\$	0.90	\$	0.85	\$	0.86	\$	0.82	
Diluted Earnings Per Share	\$	0.85	\$	0.87	\$	0.83	\$	0.82	\$	0.78	
Balance Sheet Totals											
Total Assets	\$	10,085,235	\$	10,059,690	\$	9,908,030	\$	9,766,191	\$	9,594,809	
Net Loans	Ψ	6,110,892	ψ	6,049,831	Ψ	5,910,784	Ψ	5,880,134	ψ	5,690,924	
Total Deposits		7,756,586		7,726,758		7,760,662		7,564,667		7,413,240	
Total Shareholders' Equity		696,311		712,169		716,656		814,834		756,707	
Performance Ratios											
		1.740/		1.070/		1.0007		1.0007		1.770	
Net Income to Average Total Assets (ROA)		1.74%		1.87%		1.88%		1.89%		1.77%	
Net Income to Average Shareholders' Equity		24.61		25.00		22.66		22.62		22.42	
(ROE)		24.61		25.98		23.66		23.63		23.42	
Efficiency Ratio ²		53.72		52.07		52.86		55.37		55.45	

¹ Certain 2004 information has been reclassified to conform to 2005 presentation.

² The efficiency ratio is defined as non-interest expense divided by total revenue (net interest income and non-interest income).