FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL									
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     NORRIS DEREK J						2. Issuer Name and Ticker or Trading Symbol BANK OF HAWAII CORP [ BOH ]										S. Relationship of Reporting Person(s) to Issuer (Check all applicable)     Director 10% Owner					
(Last)	,	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 01/24/2014									X	Officer (give title below)		Other (sp below) and Controller		- 1	
(Street)	ULU H	I !	96846		4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Inc Line)	<b>'</b>					
(City)	(S	tate)	(Zip)													r eison					
		Tab	le I - N	on-Deriv	ative \$	Sec	uritie	s A	cqu	ıired, D	isp	osed of	, or Be	nef	iciall	y Owned					
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)						Execution Date,				3. Transaction Code (Instr. 8) 4. Securities Acquire Disposed Of (D) (Instrand 5)						Securitie Benefici Owned			n: Direct of rect (I)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)		Price	Followin Reported Transact (Instr. 3	d ion(s)	(Instr	·. 4)	Instr. 4)			
Common Stock 01/24						2014				A		2,635(	1) <b>A</b>		\$ <mark>0</mark>	28,8	895(2)		D		
Common Stock			01/24/2014						A		840(3)	A		\$ <mark>0</mark>	29,	,735		D			
			Tabl	le II - Der (e.g								sed of, o				vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	on Date,	4. Transactio Code (Instr 8)		on Number E		Exp	6. Date Exercisab Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		str. 3	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Followin Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
					Code	v	(A)	(D)	Date Exe	e ercisable	Ex Da	piration tte	Title	or Nu of	Number						
Restricted Stock Units	(4)	01/24/2014			A		2,635		03/0	02/2015 <sup>(5)</sup>	01/	/31/2017 <sup>(5)</sup>	Commo Stock	2	2,635	\$0	2,63	5	D		
Restricted Stock	(4)	01/24/2014			A		840		03/0	02/2015 <sup>(6)</sup>	01/	/31/2018 <sup>(6)</sup>	Commo Stock	n	840	\$0	840		D		

## Explanation of Responses:

- 1. Restricted stock grant issued 1-24-2014 vests in one-third blocks on 3-2-2015, 1-29-2016 and 1-31-2017, respectively, provided service and performance criteria are met.
- 2. Securities reported were acquired with reinvested dividends on a periodic basis pursuant to Bank of Hawaii Corporation's Dividend Reinvestment and Stock Purchase Plan.
- 3. Restricted stock grant issued 1-24-2014 vests in one-third blocks over 4 years on 3-2-2015, 1-29-2016, 1-31-2017 and 1-31-2018, provided service and performance criteria are met.
- 4. Each restricted stock unit is equivalent to one share of Bank of Hawaii Corporation common stock, and is settled in cash at vesting..
- 5. Restricted stock units issued 1-24-2014 vests in one-third blocks on 3-2-2015, 1-29-2016 and 1-31-2017, respectively, and settled in cash provided service and performance criteria are met.
- 6. Restricted stock units issued 1-24-2014 are settled in cash and vest in one-third blocks over 4 years on 3-2-2015, 1-29-2016, 1-31-2017 and 1-31-2018, provided service and performance criteria are met.

<u>DEREK NORRIS</u> <u>01/28/2014</u>

\*\* Signature of Reporting Person

Date

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

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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