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) July 25, 2011

BANK OF HAWAII CORPORATION

(Exact name of registrant as specified in its charter) 1-6887

(Commission

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

Delaware

(State of Incorporation)

File Number)	Identification No.)
130 Merchant Street, Honolulu, Hawaii (Address of principal executive offices)	96813 (Zip Code)
(Registrant's telephone number, including area code)	(888) 643-3888
eck the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing exisions (see General Instruction A.2. below):	s obligation of the registrant under any of the following
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))

99-0148992

(IRS Employer

Item 2.02. Results of Operations and Financial Condition.

On July 25, 2011, Bank of Hawaii Corporation (the "Company") announced its results of operations for the quarter ended June 30, 2011. The public announcement was made by means of a press release, the text of which is furnished as Exhibit 99.1 hereto and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.

July 25, 2011 Press Release: Bank of Hawaii Corporation Second Quarter 2011 Financial Results. Any internet addresses provided in this release are for informational purposes only and are not intended to be hyperlinks. Furnished herewith.

SIGNATURES

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: July 25, 2011 BANK OF HAWAII CORPORATION

By /s/ MARK A. ROSSI

Mark A. Rossi Vice Chairman and Corporate Secretary



- Diluted Earnings Per Share \$0.74
- Net Income \$35.1 Million
- Board of Directors Declares Dividend of \$0.45 Per Share
- Board of Directors Increases Share Repurchase Authorization by \$120.0 Million

FOR IMMEDIATE RELEASE

HONOLULU, HI (July 25, 2011) — Bank of Hawaii Corporation (NYSE: BOH) today reported diluted earnings per share of \$0.74 for the second quarter of 2011, down from \$0.88 in the previous quarter. Net income for the second quarter of 2011 was \$35.1 million, down \$7.2 million compared to net income of \$42.4 million in the first quarter of 2011 primarily due to the previously announced tentative settlement agreement regarding the Company's overdraft practices.

Loan and lease balances increased to \$5.4 billion due to growth in both commercial and consumer loan demand. Deposit growth remained strong during the second quarter, increasing to \$10.0 billion at June 30, 2011. The allowance for loan and lease losses decreased by \$2.4 million to \$145.0 million due to the improving Hawaii economy and represents 2.71 percent of outstanding loans and leases.

"Bank of Hawaii's operating results were solid in the second quarter of 2011, excluding the one-time impact of a legal settlement," said Peter S. Ho, Chairman, President and CEO. "Loan growth was modestly higher both on an average and period end basis. Expenses were controlled. Credit quality remained stable and continued to improve from prior year levels. The Hawaii economy remains steady with improved unemployment statistics and continued growth in visitor arrivals and spending. Japan arrivals, as expected, have been muted by the effects of the March earthquake and resulting tsunami. The downturn in arrivals from Japan however has been less severe than anticipated and has been more than offset by visitors from other market segments both domestic and international."

The return on average assets for the second quarter of 2011 was 1.09 percent, down from 1.32 percent in the first quarter. The return on average equity for the second quarter of 2011 was 13.86 percent compared to 16.86 percent for the previous quarter. The efficiency ratio for the second quarter of 2011 was 63.81 percent compared to 56.04 percent in the previous quarter.

- more -

130 Merchant Street # PO Box 2900 # Honolulu HI 96846-6000 # Fax 808-694-8440 # Website www.boh.com

For the six months ended June 30, 2011, net income was \$77.5 million, down from net income of \$99.3 million for the same period last year. Net income in the first half of 2011 included net gains of \$6.1 million on the sales of investment securities compared with net gains of \$35.0 million for the first six months of 2010. Diluted earnings per share were \$1.62 for the first half of 2011, down from diluted earnings per share of \$2.05 for the first half of 2010. The year-to-date return on average assets was 1.21 percent, down from 1.60 percent for the same six months in 2010. The year-to-date return on average equity was 15.36 percent, down from 20.73 percent for the six months ended June 30, 2010. The efficiency ratio for the first half of 2011 was 59.84 percent compared with 47.59 percent in the same period last year.

Financial Highlights

Net interest income, on a taxable equivalent basis, for the second quarter of 2011 was \$97.9 million, down \$2.2 million from net interest income of \$100.1 million in the first quarter of 2011 and down \$6.3 million from net interest income of \$104.2 million in the second quarter of 2010. Net interest income for the first half of 2011 was \$198.0, down \$14.1 million compared with net interest income of \$212.1 million for the first half of 2010. Analyses of the changes in net interest income are included in Tables 7a, 7b, and 7c.

The net interest margin was 3.16 percent for the second quarter of 2011, a decrease of 8 basis points from the net interest margin of 3.24 percent in the first quarter of 2011 and a 35 basis point decrease from the net interest margin of 3.51 percent in the second quarter of 2010. The net interest margin for the six months ended June 30, 2011 was 3.20 percent compared with 3.61 percent for the same period last year. The decrease in the net interest margin was largely the result of lower interest rates and the Company's strategy to maintain strong liquidity and reduce risk.

During the second quarter of 2011 the provision for credit losses totaled \$3.6 million, or \$2.4 million less than net charge-offs, and reflects the improving Hawaii economy and asset quality of the loan portfolio. The provision for credit losses equaled net charge-offs of \$4.7 million during the first quarter of 2011. During the second quarter of 2010 the provision for credit losses of \$15.9 million exceeded net charge-offs of \$14.9 million.

Noninterest income was \$49.5 million for the second quarter of 2011, a decrease of \$4.5 million compared to noninterest income of \$53.9 million in the first quarter of 2011, and a decrease of \$19.4 million compared to noninterest income of \$68.9 million in the second quarter of 2010. Noninterest income in the first quarter of 2011 included net gains of \$6.1 million on the sales of investment securities. Noninterest income in the second quarter of 2010 included \$15.0 million in net gains on the sales of investment securities. Excluding the gains on securities sales, the decrease compared with the previous year was largely due to a reduction in overdraft fees, which were \$5.0 million lower than the second quarter of 2010. Noninterest income for the first half of 2011 was \$103.4 million compared with noninterest income of \$140.7 million for the first half of 2010.

Noninterest expense was \$93.8 million in the second quarter of 2011, up \$7.7 million from noninterest expense of \$86.1 million in the first quarter of 2011, and up \$7.9 million from noninterest expense of \$85.9 million in the same quarter last year. Noninterest expense in the second quarter of 2011 included the previously mentioned litigation settlement of \$9.0 million and \$2.0 million for employee stock incentives. Noninterest expense in the second quarter of 2010 included \$3.3 million for employee incentives. Noninterest expense for the first half of 2011 was \$179.9 million compared with noninterest expense of \$167.6 million for the first half of 2010. An analysis of salary and benefit expenses is included in Table 8.

The effective tax rate for the second quarter of 2011 was 29.12 percent compared to 32.60 percent in the previous quarter and 34.37 percent during the same quarter last year. The lower effective tax rate for the second quarter of 2011 compared to the same period in 2010 was primarily due to a benefit recorded in the second quarter of 2011 for the release of reserves due to the closing of Internal Revenue Service audits for certain prior years. The effective tax rate for the first half of 2011 was 31.06 percent compared with 32.89 percent for the same period last year.

The Company's business segments are defined as Retail Banking, Commercial Banking, Investment Services, and Treasury & Other. 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 12a and 12b.

Asset Quality

The Company's overall credit quality continues to improve and reflects the recovering Hawaii economy. Non-performing assets decreased to \$34.2 million at June 30, 2011, compared with \$34.6 million at March 31, 2011 and \$43.2 million at June 30, 2010. As a percentage of total loans and leases, including loans held for sale and foreclosed real estate, non-performing assets were 0.64 percent at June 30, 2011, down from 0.65 percent as of March 31, 2011, and down from 0.79 percent at June 30, 2010.

Accruing consumer loans and leases past due 90 days or more were \$7.8 million at June 30, 2011, up from \$5.6 million at March 31, 2011, and down from \$12.9 million at June 30, 2010. The increase compared with the previous quarter is largely due to the addition of two residential first mortgage loans. There were no accruing commercial loans or leases past due 90 days or more at June 30, 2011. Restructured loans not included in non-accrual loans or accruing loans past due 90 days or more were \$28.2 million at June 30, 2011 and primarily comprised of loans with lowered monthly payments to accommodate the borrowers' financial needs for a period of time. More information on non-performing assets and accruing loans and leases past due 90 days or more is presented in Table 10.

Net charge-offs during the second quarter of 2011 were \$6.0 million or 0.45 percent annualized of total average loans and leases outstanding. Charge-offs of \$9.0 million during the quarter were partially offset by recoveries of \$3.0 million. Net charge-offs in the first quarter of 2011 were \$4.7 million, or 0.36 percent annualized of total average loans and leases outstanding, and were comprised of charge-offs during the second quarter of 2010 were \$14.9 million, or 1.09 percent annualized of total average loans and leases outstanding, and were comprised of charge-offs of \$17.1 million and recoveries of \$2.2 million. Net charge-offs during the first six months of 2011 were \$10.7 million or 0.40 percent annualized of total average loans and leases outstanding compared with \$33.0 million or 1.19 percent for the first half of 2010. Details of loan and lease charge-offs, recoveries, and the components of the total reserve for credit losses are summarized in Table 11.

The allowance for loan and lease losses was \$145.0 million at June 30, 2011, down \$2.4 million from the allowance for loan and lease losses of \$147.4 at March 31, 2011 and at June 30, 2010. The reduction is a reflection of the gradually improving Hawaii economy and its impact on the mortgage-related consumer lending and commercial portfolios. The ratio of the allowance for loan and lease losses to total loans and leases was 2.71 percent at June 30, 2011. The reserve for unfunded commitments at June 30, 2011 was unchanged at \$5.4 million.

Other Financial Highlights

Total assets were \$13.2 billion at June 30, 2011, up from total assets of \$13.0 billion at March 31, 2011, and up from total assets of \$12.9 billion at June 30, 2010. Average total assets were \$13.0 billion during the second quarter of 2011, up slightly compared to average total assets in the previous quarter, and up from average assets of \$12.6 billion during the second quarter last year.

As of June 30, 2011, the total carrying value of the investment securities portfolio was \$6.6 billion, up from \$6.5 billion at March 31, 2011, and up from \$6.1 billion at June 30, 2010. The available for sale securities portfolio increased to \$4.1 billion and securities held to maturity increased to \$2.5 billion at June 30, 2011.

Total loans and leases were \$5.4 billion at June 30, 2011, up \$24.5 million or 0.5 percent from March 31, 2011 as growth in commercial lending and residential mortgages offset declines in home equity, auto lending, and other consumer loans. Average total loans and leases were \$5.3 billion during the second quarter of 2011, up \$14.3 million from the previous quarter, and down from average loans and leases of \$5.5 billion during the second quarter last year.

Total deposits increased to \$10.0 billion at June 30, 2011, up \$66.6 million from March 31, 2011, and up \$654.4 million from total deposits of \$9.3 billion at June 30, 2010. Average total deposits were \$9.8 billion during the second quarter of 2011, down slightly from the previous quarter, and up from \$9.4 billion during the second quarter last year.

During the second quarter of 2011, the Company repurchased 636.4 thousand shares of common stock at a total cost of \$30.0 million under its share repurchase program. The average cost was \$47.15 per share repurchased. From the beginning of the share repurchase program initiated during July 2001 through June 30, 2011, the Company has repurchased 47.1 million shares and returned \$1.69 billion to shareholders at an average cost of \$35.82 per share.

The Company's Board of Directors has increased the authorization under the share repurchase program by an additional \$120.0 million. This new authorization, combined with the previously announced authorizations of \$1.70 billion, brings the total repurchase authority to \$1.82 billion. From July 1 through July 22, 2011, the Company repurchased an additional 152.5 thousand shares of common stock at an average cost of \$46.08 per share repurchased. Remaining buyback authority under the share repurchase program was \$126.1 million at July 22, 2011.

Total shareholders' equity was \$1.00 billion at June 30, 2011, compared to \$996.2 million at March 31, 2011 and \$1.01 billion at June 30, 2010. The ratio of tangible common equity to risk-weighted assets was 18.95 percent at June 30, 2011, compared with 19.04 percent at March 31, 2011 and 18.57 percent at June 30, 2010. The Tier 1 leverage ratio at June 30, 2011 was 7.07 percent, down from 7.16 percent at March 31, 2011 and down from 7.09 percent at June 30, 2010.

The Company's Board of Directors declared a quarterly cash dividend of \$0.45 per share on the Company's outstanding shares. The dividend will be payable on September 15, 2011 to shareholders of record at the close of business on August 31, 2011.

Hawaii Economy

Hawaii's economy continued to improve during the second quarter of 2011 due to increasing visitor arrivals and spending. For the first five months of 2011, visitor arrivals increased 6.7% and visitor spending rose 15.3% compared to the same period in 2010. As expected, Japanese visitor arrivals and spending decreased following the March 2011 natural disasters in Japan. However, this was more than offset by continued strong visitor arrivals and spending from the U.S. Mainland and Canada. Hotel occupancy and revenue per available room have also continued to show signs of improvement. Overall, state job growth has begun to stabilize as the statewide seasonally-adjusted unemployment rate declined to 6.0% at the end of June 2011. The volume and median price for single-family home sales on Oahu was lower for the first six months of 2011 compared to the same period in 2010. The housing market on Oahu remains stable, with some continued softness on the neighbor islands.

Conference Call Information

The Company will review its second quarter 2011 financial results today at 8:00 a.m. Hawaii Time (2:00 p.m. Eastern Time). The conference call will be accessible via teleconference and via the Investor Relations link of Bank of Hawaii Corporation's web site, www.boh.com. Conference call participants within the United States should dial 800-299-8538. International participants should dial 617-786-2902. Use the pass code "Bank of Hawaii" to access the call. A replay will be available for one week beginning Monday, July 25, 2011 by calling 888-286-8010 in the United States or 617-801-6888 internationally and entering the pass code 97148859 when prompted. A replay will also be available via the Investor Relations link on the Company's web site

Forward-Looking Statements

This news release, and other statements made by the Company in connection with it may contain "forward-looking statements", such as forecasts of our financial results and condition, expectations for our operations and business prospects, and our assumptions used in those forecasts and expectations. Do not unduly rely on forward-looking statements. Actual results might differ significantly from our forecasts and expectations because of a variety of factors. More information about these factors is contained in Bank of Hawaii Corporation's Annual Report on Form 10-K for the year ended December 31, 2010, which was filed with the U.S. Securities and Exchange Commission. We have not committed to update forward-looking statements to reflect later events or circumstances.

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.

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	_		Thre	March 21		Iumo 20		Six Mor		
(dollars in thousands, except per share amounts)		June 30, 2011		March 31, 2011		June 30, 2010	_	2011	ie 30,	2010
For the Period:		2011	_	2011	_	2010	_	2011	_	2010
Operating Results										
Net Interest Income	\$	97.499	\$	99,697	\$	103,928	\$	197,196	\$	211.581
Provision for Credit Losses	Ψ	3,600	Ψ	4,691	Ψ	15,939	Ψ	8,291	Ψ	36,650
Total Noninterest Income		49,463		53,922		68,874		103,385		140,656
Total Noninterest Expense		93,774		86,082		85,918		179,856		167,624
Net Income		35,148		42,360		46,564		77,508		99,300
Basic Earnings Per Share		0.74		0.89		0.97		1.63		2.07
Diluted Earnings Per Share		0.74		0.88		0.96		1.62		2.05
Dividends Declared Per Share		0.45		0.45		0.45		0.90		0.90
Performance Ratios										
Return on Average Assets		1.09%		1.32%	,	1.48%		1.21%	6	1.60%
Return on Average Shareholders' Equity		13.86		16.86	•	19.01	,	15.36	v	20.73
Efficiency Ratio ¹		63.81		56.04		49.72		59.84		47.59
Operating Leverage ²		(21.25)		14.42		(11.10)		(34.61)		20.98
Net Interest Margin ³		3.16		3.24		3.51		3.20		3.61
Dividend Payout Ratio ⁴		60.81		50.56		46.39		55.21		43.48
Average Shareholders' Equity to Average Assets		7.84		7.86		7.79		7.85		7.73
Average Shareholders Equity to Average Assets		7.04		7.80		1.19		7.63		1.13
Average Balances										
Average Loans and Leases	\$	5,326,123	\$	5,311,781	\$	5,522,423	\$	5,318,993	\$	5,604,218
Average Assets		12,967,232		12,965,633		12,603,233		12,966,437		12,491,132
Average Deposits		9,790,349		9,873,727		9,387,621		9,831,809		9,389,110
Average Shareholders' Equity		1,016,813		1,018,788		982,233		1,017,795		965,745
Market Price Per Share of Common Stock										
Closing	\$	46.52	\$	47.82	\$	48.35	\$	46.52	\$	48.35
High		49.26		49.23		54.10		49.26		54.10
Low		44.90		44.32		45.00		44.32		41.60
			June 201			rch 31,	De	cember 31, 2010		June 30, 2010
As of Period End:			201			.011		2010	-	2010
Balance Sheet Totals										
Loans and Leases		\$	5.3	351,473 \$		5,326,929 \$		5,335,792	\$	5,440,911
Total Assets		Ψ		161,204		2,962,304		13,126,787	Ψ	12,855,845
Total Deposits				979,034		9,912,391		9,888,995		9,324,659
Long-Term Debt			- ,-	30,714		32,643		32,652		40,300
Total Shareholders' Equity			1.0	003,450		996,225		1,011,133		1,013,011
Total Shalonoladis Equity			-,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,)		1,011,100		1,015,011
Asset Quality										
				144,976 \$		147,358 \$		147,358	\$	147,358
Allowance for Loan and Lease Losses		\$						37,786		43,241
Allowance for Loan and Lease Losses Non-Performing Assets 5		\$		34,156		34,592		37,780		,
Non-Performing Assets ⁵ Financial Ratios		\$		34,156		34,592		37,780		<u> </u>
Non-Performing Assets ⁵		\$				34,592 2.77%		2.76%		2.71%
Non-Performing Assets ⁵ Financial Ratios		\$		34,156		,		Í		2.71% 16.92
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio		\$		2.71%		2.77%		2.76%		16.92
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio		\$		2.71% 17.96		2.77% 18.41		2.76% 18.28		
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio		\$		2.71% 17.96 19.23 7.07		2.77% 18.41 19.68 7.16		2.76% 18.28 19.55 7.15		16.92 18.19 7.09
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio Total Shareholders' Equity to Total Assets		\$		2.71% 17.96 19.23 7.07 7.62		2.77% 18.41 19.68 7.16 7.69		2.76% 18.28 19.55 7.15 7.70		16.92 18.19 7.09 7.88
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio		\$		2.71% 17.96 19.23 7.07		2.77% 18.41 19.68 7.16		2.76% 18.28 19.55 7.15		16.92 18.19 7.09
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio Total Shareholders' Equity to Total Assets Tangible Common Equity to Tangible Assets ⁶ Tangible Common Equity to Risk-Weighted Assets ⁶		\$		2.71% 17.96 19.23 7.07 7.62 7.40		2.77% 18.41 19.68 7.16 7.69 7.46		2.76% 18.28 19.55 7.15 7.70 7.48		16.92 18.19 7.09 7.88 7.65
Non-Performing Assets 5 Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio Total Shareholders' Equity to Total Assets Tangible Common Equity to Tangible Assets 6 Tangible Common Equity to Risk-Weighted Assets 6 Non-Financial Data		\$		2.71% 17.96 19.23 7.07 7.62 7.40 18.95		2.77% 18.41 19.68 7.16 7.69 7.46 19.04		2.76% 18.28 19.55 7.15 7.70 7.48 19.29		16.92 18.19 7.09 7.88 7.65 18.57
Non-Performing Assets ⁵ Financial Ratios Allowance to Loans and Leases Outstanding Tier 1 Capital Ratio Total Capital Ratio Tier 1 Leverage Ratio Total Shareholders' Equity to Total Assets Tangible Common Equity to Tangible Assets ⁶ Tangible Common Equity to Risk-Weighted Assets ⁶		\$		2.71% 17.96 19.23 7.07 7.62 7.40		2.77% 18.41 19.68 7.16 7.69 7.46		2.76% 18.28 19.55 7.15 7.70 7.48		18.19 7.09 7.88 7.65

¹ Efficiency ratio is defined as noninterest expense divided by total revenue (net interest income and total noninterest income).

Operating leverage is defined as the percentage change in income before the provision for credit losses and the provision for income taxes. Measures are presented on a linked quarter basis.

Net interest margin is defined as net interest income, on a taxable equivalent basis, as a percentage of average earning assets.

⁴ Dividend payout ratio is defined as dividends declared per share divided by basic earnings per share.

⁵ Excluded from non-performing assets are contractually binding non-accrual loans held for sale of \$7.5 million as of March 31, 2011.

Tangible common equity, a non-GAAP financial measure, is defined by the Company as shareholders' equity minus goodwill and intangible assets. Intangible assets are included as a component of other assets in the Consolidated Statements of Condition.

(dollars in thousands)	 June 30, 2011		March 31, 2011		December 31, 2010	_	June 30, 2010
Total Shareholders' Equity	\$ 1,003,450	\$	996,225	\$	1,011,133	\$	1,013,011
Less: Goodwill	31,517		31,517		31,517		31,517
Intangible Assets	 108		131		154		196
Tangible Common Equity	\$ 971,825	\$	964,577	\$	979,462	\$	981,298
Total Assets	\$ 13,161,204	\$	12,962,304	\$	13,126,787	\$	12,855,845
Less: Goodwill	31,517		31,517		31,517		31,517
Intangible Assets	108		131		154		196
Tangible Assets	\$ 13,129,579	\$	12,930,656	\$	13,095,116	\$	12,824,132
Risk-Weighted Assets, determined in accordance with prescribed regulatory							
requirements	\$ 5,128,368	\$	5,065,817	\$	5,076,909	\$	5,283,996
Total Shareholders' Equity to Total Assets	7.62%)	7.69%	ó	7.70%	,	7.88%
Tangible Common Equity to Tangible Assets (Non-GAAP)	7.40%)	7.46%	ó	7.48%	ò	7.65%
Tier 1 Capital Ratio	17.96%	6 18.41%			18.28%	ò	16.92%
Tangible Common Equity to Risk-Weighted Assets (Non-GAAP)	18.95%)	19.04%	ó	19.29%	ò	18.57%

	Three Months Ended				Six Months Ended				
	Jı	ıne 30,	N	March 31,	June 30,		June	30,	
(dollars in thousands)		2011		2011	2010		2011		2010
Cash Basis Interest Recoveries	\$	_	\$	_	\$ _	\$	_	\$	2,832
Investment Securities Gains, Net		_		6,084	14,951		6,084		34,972
Gain on Disposal of Leased Equipment		_		_	1,189		_		1,189
Decrease (Increase) in Allowance for Loan and Lease Losses		2,382		_	(1,000)		2,382		(3,700)
Cash Grants for the Purchase of Company Stock		_		_	(3,250)		_		(3,250)
Legal Settlement Related to OD Claims		(9,000)		_	_		(9,000)		_
Significant Income (Expense) Items Before the Provision (Benefit) for					_		_		
Income Taxes		(6,618)		6,084	11,890		(534)		32,043
Income Taxes Impact Related to Lease Transactions					462				462
Income Tax Impact		(2,316)		2,129	3,745		(187)		10,799
Net Significant Income (Expense) Items	\$	(4,302)	\$	3,955	\$ 7,683	\$	(347)	\$	20,782

			Three	Months Ended		Six Months Ended				
		June 30,]	March 31,		June 30,		Jun	_	
(dollars in thousands, except per share amounts)		2011		2011	_	2010	2011		_	2010
Interest Income										
Interest and Fees on Loans and Leases	\$	65,542	\$	66,593	\$	71,997	\$	132,135	\$	149,268
Income on Investment Securities										
Available-for-Sale		23,490		37,669		44,989		61,159		88,830
Held-to-Maturity		20,553		7,633		1,700		28,186		3,563
Deposits		2		(2)		3		_		16
Funds Sold		297		251		396		548		705
Other		279		279		277		558		554
Total Interest Income	_	110,163		112,423		119,362		222,586		242,936
Interest Expense										
Deposits		4,792		5,232		7,930		10,024		16,237
Securities Sold Under Agreements to Repurchase		7,338		7,041		6,472		14,379		12,901
Funds Purchased		5		6		6		11		13
Long-Term Debt		529		447		1,026		976		2,204
Total Interest Expense	_	12,664		12,726		15,434		25,390		31,355
Net Interest Income	_	97,499		99,697		103,928	_	197,196		211,581
Provision for Credit Losses		3,600		4,691		15,939		8,291		36,650
Net Interest Income After Provision for Credit Losses	_	93,899		95,006		87,989		188,905	_	174,931
Noninterest Income	_	,,,,,,	_	,	_		_		_	
Trust and Asset Management		11,427		11,806		11,457		23,233		23,165
Mortgage Banking		2,661		3,122		3,752		5,783		7,216
Service Charges on Deposit Accounts		9,375		9,932		14,856		19,307		28,670
Fees, Exchange, and Other Service Charges		16,662		14,945		15,806		31,607		30,310
Investment Securities Gains, Net				6,084		14,951		6.084		34,972
Insurance		3,210		2,771		2,291		5,981		5,006
Other		6,128		5,262		5,761		11,390		11,317
Total Noninterest Income	_	49,463		53,922	_	68,874	_	103,385	_	140,656
Noninterest Expense	_	49,403	_	33,922	-	08,874	_	103,363	_	140,030
Salaries and Benefits		46,800		46,782		47,500		93,582		92,064
Net Occupancy		10,476		10,327		10,154		20,803		20,298
Net Equipment		4,741		4,698		4,366		9,439		8,924
Professional Fees		2,294		2,158		2,091		4,452		4,083
FDIC Insurance		2,010		3,244		3,107		5,254		6,207
Other		27,453		18,873		18,700		46,326		36,048
	_	93,774		86,082	_	85,918	_	179,856	_	167,624
Total Noninterest Expense	_				_				_	
Income Before Provision for Income Taxes		49,588		62,846		70,945		112,434		147,963
Provision for Income Taxes	.	14,440		20,486	-	24,381		34,926	_	48,663
Net Income	\$	35,148	\$	42,360	\$	46,564	\$	77,508	\$	99,300
Basic Earnings Per Share	\$	0.74	\$	0.89	\$	0.97	\$	1.63	\$	2.07
Diluted Earnings Per Share	\$	0.74	\$	0.88	\$	0.96	\$	1.62	\$	2.05
Dividends Declared Per Share	\$	0.45	\$	0.45	\$	0.45	\$	0.90	\$	0.90
Basic Weighted Average Shares		47,428,718		47,851,612		48,080,485		47,638,752		47,997,996
Diluted Weighted Average Shares		47,607,814		48,074,656		48,415,602		47,837,778		48,352,082
č č	_		_				_			

		June 30,		March 31,	I	December 31,		June 30,
(dollars in thousands)		2011		2011		2010		2010
Assets								
Interest-Bearing Deposits	\$	4,796	\$	5,394	\$	3,472	\$	4,062
Funds Sold		449,042		419,379		438,327		355,891
Investment Securities		4 1 1 2 6 0 1		4.045.006		6.522.054		5.000 550
Available-for-Sale		4,112,601		4,045,096		6,533,874		5,980,759
Held-to-Maturity (Fair Value of \$2,566,621; \$2,437,803;		2.512.024		2.426.710		127.240		152 100
\$134,028; and \$161,441)		2,512,024		2,426,710		127,249		153,190
Loans Held for Sale		13,157		16,160		17,564		13,179
Loans and Leases		5,351,473		5,326,929		5,335,792		5,440,911
Allowance for Loan and Lease Losses	_	(144,976)	_	(147,358)	_	(147,358)	_	(147,358)
Net Loans and Leases		5,206,497		5,179,571		5,188,434		5,293,553
Total Earning Assets		12,298,117		12,092,310		12,308,920		11,800,634
Cash and Noninterest-Bearing Deposits		203,326		223,068		165,748		343,514
Premises and Equipment		105,785		106,729		108,170		108,394
Customers' Acceptances		882		779		437		412
Accrued Interest Receivable		40,957		41,309		41,151		41,420
Foreclosed Real Estate		2,590		2,793		1,928		3,192
Mortgage Servicing Rights		25,072		25,919		25,379		25,646
Goodwill		31,517		31,517		31,517		31,517
Other Assets	_	452,958	_	437,880	_	443,537		501,116
Total Assets	\$	13,161,204	\$	12,962,304	\$	13,126,787	\$	12,855,845
Liabilities								
Deposits	•	2.505.250		2.560.042	Φ.	0.445.510	Φ.	2 21 4 222
Noninterest-Bearing Demand	\$	2,507,358	\$	2,568,942	\$	2,447,713	\$	2,214,803
Interest-Bearing Demand		2,023,937		1,811,705		1,871,718		1,615,464
Savings		4,413,390		4,515,921		4,526,893		4,423,473
Time		1,034,349	_	1,015,823		1,042,671		1,070,919
Total Deposits		9,979,034		9,912,391		9,888,995		9,324,659
Funds Purchased		9,882		9,478		9,478		9,832
Short-Term Borrowings		6,800		6,900		6,200		7,000
Securities Sold Under Agreements to Repurchase		1,873,286		1,745,083		1,901,084		2,081,393
Long-Term Debt		30,714		32,643		32,652		40,300
Banker's Acceptances		882		779		437		412
Retirement Benefits Payable		30,588		30,707		30,885		35,669
Accrued Interest Payable		5,457		6,605		5,007		5,078
Taxes Payable and Deferred Taxes		106,244		124,774		121,517		228,660
Other Liabilities	_	114,867	_	96,719		119,399	_	109,831
Total Liabilities		12,157,754		11,966,079		12,115,654		11,842,834
Shareholders' Equity								
Common Stock (\$.01 par value; authorized 500,000,000 shares; issued / outstanding: June 30, 2011 - 57,132,830 / 47,225,303; March 31, 2011 - 57,120,240 / 47,760,878; December 31, 2010 - 57,115,287 / 48,097,672; and June 30, 2010 - 57,100,287 /								
48,264,157)		571		570		570		570
Capital Surplus		502,777		502,029		500,888		497,082
Accumulated Other Comprehensive Income		27,778		7,936		26,965		61,220
Retained Earnings		964,420		951,817		932,629		895,565
Treasury Stock, at Cost (Shares: June 30, 2011 - 9,907,527;		70.,.20		,,,,,,,		,,,,,,		0,0,000
March 31, 2011 - 9,359,362; December 31, 2010 - 9,017,615;								
and June 30, 2010 - 8,836,130)		(492,096)		(466,127)		(449,919)		(441,426)
Total Shareholders' Equity		1,003,450	_	996,225		1,011,133		1,013,011
Total Liabilities and Shareholders' Equity	\$	13,161,204	\$	12,962,304	\$	13,126,787	\$	12,855,845
Total Liabilities and Sharenoiders Equity	Ψ	13,101,204	Ψ	12,702,304	Ψ	13,120,707	Ψ	12,033,073

								Accum. Other						
			Co	mmon		Capital	Co	omprehensive	F	Retained	1	Treasury	Co	mprehensive
(dollars in thousands)		Total	S	tock		Surplus		Income	F	Earnings		Stock		Income
Balance as of December 31, 2010	\$	1,011,133	\$	570	\$	500,888	\$	26,965	\$	932,629	\$	(449,919)		
Comprehensive Income:														
Net Income		77,508		_		_		_		77,508		_	\$	77,508
Other Comprehensive Income, Net of Tax:														
Net Unrealized Losses on Investment														
Securities, Net of Reclassification														
Adjustment		(235)		_		_		(235)		_		_		(235)
Amortization of Net Losses Related to														
Defined Benefit Plans		1,048		_		_		1,048		_		_		1,048
Total Comprehensive Income													\$	78,321
Share-Based Compensation		1,360		_		1,360		_		_		_		
Common Stock Issued under Purchase and														
Equity Compensation Plans and Related														
Tax Benefits (237,619 shares)		7,829		1		529		_		(2,752)		10,051		
Common Stock Repurchased (1,109,988														
shares)		(52,228)		_		_		_		_		(52,228)		
Cash Dividends Paid (\$0.90 per share)		(42,965)		_		_		_		(42,965)		_		
Balance as of June 30, 2011	\$	1,003,450	\$	571	\$	502,777	\$	27,778	\$	964,420	\$	(492,096)		
					_		_				_			
Balance as of December 31, 2009	\$	895,973	\$	569	\$	494,318	\$	6,925	\$	843,521	\$	(449,360)		
Comprehensive Income:		,				,		Í		ĺ				
Net Income		99,300		_		_		_		99,300		_	\$	99,300
Other Comprehensive Income, Net of Tax:														
Net Unrealized Gains on Investment														
Securities, Net of Reclassification														
Adjustment		53,534		_		_		53,534		_		_		53,534
Amortization of Net Losses Related to														
Defined Benefit Plans		761		_		_		761		_		_		761
Total Comprehensive Income													\$	153,595
•														
Share-Based Compensation		1,545		_		1,545		_		_		_		
Common Stock Issued under Purchase and		1				,								
Equity Compensation Plans and Related														
Tax Benefits (312,707 shares)		8,532		1		1,219		_		(3,902)		11,214		
Common Stock Repurchased (67,493 shares)		(3,280)		_		· -		_				(3,280)		
Cash Dividends Paid (\$0.90 per share)		(43,354)						_		(43,354)				
Balance as of June 30, 2010	\$	1,013,011	\$	570	\$	497,082	\$	61,220	\$	895,565	\$	(441,426)		
,	_						_		_					

		ree Months Endo June 30, 2011	ed	Three Months Ended March 31, 2011			Three Months Ended June 30, 2010				
(dollars in millions)	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Income/ Expense	Yield/ Rate		
Earning Assets		· <u> </u>									
Interest-Bearing Deposits	\$ 5.3	\$ —	0.15%	\$ 4.0	\$ —	(0.16)%	6 \$ 5.3	\$ —	0.17%		
Funds Sold	518.4	0.3	0.23	457.2	0.3	0.22	586.8	0.4	0.27		
Investment Securities											
Available-for-Sale	4,061.4	23.9	2.35	5,646.9	38.0	2.70	5,531.2	45.2	3.27		
Held-to-Maturity	2,418.0	20.6	3.40	901.0	7.6	3.39	160.2	1.7	4.25		
Loans Held for Sale	11.5	0.1	3.25	8.5	0.1	5.65	8.5	0.1	4.46		
Loans and Leases 1											
Commercial and Industrial	772.4	7.8	4.02	775.8	7.9	4.11	765.5	7.9	4.12		
Commercial Mortgage	890.9	10.8	4.87	851.2	10.3	4.93	826.2	10.5	5.10		
Construction	79.3	1.0	5.24	80.6	1.0	5.05	100.3	1.3	5.28		
Commercial Lease Financing	329.5	2.3	2.79	333.6	2.3	2.75	400.8	3.0	2.95		
Residential Mortgage	2,113.3	27.7	5.25	2,100.6	28.6	5.44	2,109.1	29.9	5.66		
Home Equity	785.3	9.5	4.83	796.0	9.6	4.91	875.8	10.9	5.01		
Automobile	192.8	3.3	6.92	203.1	3.6	7.14	249.4	4.7	7.63		
Other 2	162.6	3.0	7.50	170.9	3.2	7.53	195.3	3.7	7.63		
Total Loans and Leases	5,326.1	65.4	4.92	5,311.8	66.5	5.04	5,522.4	71.9	5.22		
Other	79.9	0.3	1.40	79.9	0.3	1.40	79.8	0.3	1.39		
Total Earning Assets 3	12,420.6	110.6	3.56	12,409.3	112.8	3.65	11.894.2	119.6	4.03		
Cash and Noninterest-Bearing Deposits	129.3	110.0	3.50	134.5	112.0	3.03	221.0	117.0	1.03		
Other Assets	417.3			421.8			488.0				
Total Assets	\$ 12.967.2			\$ 12,965.6			\$ 12,603.2				
Total Assets	\$ 12,707.2			\$ 12,703.0			\$ 12,003.2				
Interest-Bearing Liabilities											
Interest-Bearing Deposits											
Demand	\$ 1,769.6	0.2	0.04	\$ 1,805.0	0.2	0.04	\$ 1,659.8	0.3	0.06		
Savings	4,523.0	1.9	0.17	4,536.9	2.2	0.20	4,477.8	4.2	0.38		
Time	1,009.5	2.7	1.07	1,045.9	2.8	1.10	1,093.0	3.4	1.24		
Total Interest-Bearing Deposits	7,302.1	4.8	0.26	7,387.8	5.2	0.29	7,230.6	7.9	0.44		
Short-Term Borrowings	16.2	_	0.13	17.1		0.13	17.7	_	0.13		
Securities Sold Under Agreements to											
Repurchase	1,862.4	7.4	1.56	1,761.2	7.1	1.60	1,785.2	6.5	1.44		
Long-Term Debt	32.6	0.5	6.49	32.7	0.4	5.48	74.4	1.0	5.52		
Total Interest-Bearing Liabilities	9,213.3	12.7	0.55	9,198.8	12.7	0.56	9,107.9	15.4	0.68		
Net Interest Income		\$ 97.9			\$ 100.1			\$ 104.2			
Interest Rate Spread			3.01%	,)		3.09%)		3.35%		
Net Interest Margin			3.16%			3.24%			3.51%		
Noninterest-Bearing Demand Deposits	2,488.2			2,485.8			2,157.0				
Other Liabilities	248.9			262.2			356.1				
Shareholders' Equity	1,016.8			1,018.8			982.2				
Total Liabilities and Shareholders'				2,01010							
Equity	\$ 12,967.2			\$ 12,965.6			\$ 12,603.2				

¹ Non-performing loans and leases are included in the respective average loan and lease balances. Income, if any, on such loans and leases is recognized on a cash basis.

² Comprised of other consumer revolving credit, installment, and consumer lease financing.

³ Interest income includes taxable equivalent basis adjustments, based upon a federal statutory tax rate of 35%, of \$395,000, \$383,000, and \$237,000 for the three months ended June 30, 2011, March 31, 2011, and June 30, 2010, respectively.

				Ionths Ended ne 30, 2011		Six Months Ended June 30, 2010					
(dollars in millions)		Average Balance		Income/ Expense	Yield/ Rate		Average Balance		Income/ Expense	Yield/ Rate	
Earning Assets											
Interest-Bearing Deposits	\$	4.7	\$	_	0.02%	\$	5.6	\$	_	0.56%	
Funds Sold		488.0		0.6	0.22		525.2		0.7	0.27	
Investment Securities											
Available-for-Sale		4,849.8		61.9	2.56		5,386.9		89.3	3.32	
Held-to-Maturity		1,663.6		28.2	3.39		167.1		3.6	4.26	
Loans Held for Sale		10.0		0.2	4.26		8.7		0.6	14.27	
Loans and Leases 1											
Commercial and Industrial		774.1		15.6	4.07		776.9		18.1	4.69	
Commercial Mortgage		871.2		21.2	4.90		832.1		21.0	5.10	
Construction		80.0		2.0	5.14		104.1		2.7	5.13	
Commercial Lease Financing		331.5		4.6	2.77		404.1		6.3	3.14	
Residential Mortgage		2,107.0		56.3	5.34		2,134.7		60.8	5.70	
Home Equity		790.6		19.1	4.87		892.5		22.2	5.01	
Automobile		197.9		6.9	7.03		260.9		9.9	7.68	
Other ²		166.7		6.2	7.52		198.9		7.6	7.70	
Total Loans and Leases		5,319.0		131.9	4.98		5,604.2		148.6	5.33	
Other		79.9		0.6	1.40		79.8		0.6	1.39	
Total Earning Assets ³		12,415.0		223.4	3.61		11,777.5		243.4	4.15	
Cash and Noninterest-Bearing Deposits		131.9			,		225.4				
Other Assets		419.5					488.2				
Total Assets	\$	12,966.4				\$	12,491.1				
	_										
Interest-Bearing Liabilities											
Interest-Bearing Deposits											
Demand	\$	1,787.2		0.4	0.04	\$	1,660.8		0.5	0.07	
Savings		4,529.9		4.1	0.18		4,456.1		8.7	0.39	
Time		1,027.6		5.5	1.08		1,114.7		7.0	1.27	
Total Interest-Bearing Deposits		7,344.7		10.0	0.28		7,231.6		16.2	0.45	
Short-Term Borrowings		16.6		_	0.13		23.2			0.11	
Securities Sold Under Agreements to Repurchase		1,812.2		14.4	1.58		1,659.2		12.9	1.55	
Long-Term Debt		32.6		1.0	5.99		82.3		2.2	5.37	
Total Interest-Bearing Liabilities		9,206.1		25.4	0.55		8,996.3		31.3	0.70	
Net Interest Income			\$	198.0				\$	212.1		
Interest Rate Spread			_		3.06%			_		3.45%	
Net Interest Margin					3.20%					3.61%	
Noninterest-Bearing Demand Deposits		2,487.0					2,157.5				
Other Liabilities		255.5					371.6				
Shareholders' Equity		1,017.8					965.7				
Total Liabilities and Shareholders' Equity	\$	12,966.4				\$	12,491.1				

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

² Comprised of other consumer revolving credit, installment, and consumer lease financing.

³ Interest income includes taxable equivalent basis adjustments, based upon a federal statutory tax rate of 35%, of \$778,000 and \$476,000 for the six months ended June 30, 2011 and 2010, respectively.

Three Months Ended June 30, 2011 Compared to March 31, 2011

				Compared to M	arcii 31, 2011					
(dollars in millions)	Vo	lume 1		Rate 1	Time 1	Total				
Change in Interest Income:										
Investment Securities										
Available-for-Sale	\$	(9.7)	\$	(4.5)	\$ 0.1	\$	(14.1)			
Held-to-Maturity		12.9		0.1	_		13.0			
Loans Held for Sale		0.1		(0.1)	_		_			
Loans and Leases										
Commercial and Industrial		_		(0.2)	0.1		(0.1)			
Commercial Mortgage		0.5		(0.1)	0.1		0.5			
Residential Mortgage		0.1		(1.0)	_		(0.9)			
Home Equity		(0.1)		(0.1)	0.1		(0.1)			
Automobile		(0.2)		(0.1)	_		(0.3)			
Other ²		(0.2)		<u> </u>			(0.2)			
Total Loans and Leases		0.1		(1.5)	0.3		(1.1)			
Total Change in Interest Income		3.4		(6.0)	0.4		(2.2)			
Change in Interest Expense:										
Interest-Bearing Deposits										
Savings		_		(0.3)	_		(0.3)			
Time		(0.1)					(0.1)			
Total Interest-Bearing Deposits		(0.1)		(0.3)			(0.4)			
Securities Sold Under Agreements to Repurchase		0.4		(0.2)	0.1		0.3			
Long-Term Debt		_		0.1	_		0.1			
Total Change in Interest Expense		0.3		(0.4)	0.1		_			
	o	2.1	¢.	(5.6)	Ф 0.2	¢.	(2.2)			
Change in Net Interest Income	\$	3.1	\$	(5.6)	\$ 0.3	\$	(2.2)			

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

 $^{^{2}\,}$ Comprised of other consumer revolving credit, installment, and consumer lease financing.

Three Months	Ended June	30, 2011
Compared	to June 30,	2010

	Compared to June 30, 2010										
(dollars in millions)		Volume 1	Rate 1		Total						
Change in Interest Income:											
Funds Sold	\$	_	\$ (0.1)	\$	(0.1)						
Investment Securities											
Available-for-Sale		(10.3)	(11.0)		(21.3)						
Held-to-Maturity		19.2	(0.3)		18.9						
Loans and Leases											
Commercial and Industrial		0.1	(0.2)		(0.1)						
Commercial Mortgage		0.8	(0.5)		0.3						
Construction		(0.3)	_		(0.3)						
Commercial Lease Financing		(0.5)	(0.2)		(0.7)						
Residential Mortgage		_	(2.2)		(2.2)						
Home Equity		(1.1)	(0.3)		(1.4)						
Automobile		(1.0)	(0.4)		(1.4)						
Other ²		(0.6)	(0.1)		(0.7)						
Total Loans and Leases		(2.6)	(3.9)		(6.5)						
Total Change in Interest Income		6.3	(15.3)		(9.0)						
			·								
Change in Interest Expense:											
Interest-Bearing Deposits											
Demand		_	(0.1)		(0.1)						
Savings		0.1	(2.4)		(2.3)						
Time		(0.3)	(0.4)		(0.7)						
Total Interest-Bearing Deposits		(0.2)	(2.9)		(3.1)						
Securities Sold Under Agreements to Repurchase		0.3	0.6		0.9						
Long-Term Debt		(0.7)	0.2		(0.5)						
Total Change in Interest Expense		(0.6)	(2.1)		(2.7)						
		(2.0)			(217)						
Change in Net Interest Income	<u>\$</u>	6.9	<u>\$ (13.2)</u>	\$	(6.3)						

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

 $^{^{2}\,}$ Comprised of other consumer revolving credit, installment, and consumer lease financing.

(1.2)

(5.9)

(14.1)

0.2

(5.4)

(24.4)

(1.4)

(0.5)

10.3

		2011 10			
(dollars in millions)	Vol	ume 1	Rate 1		Total
Change in Interest Income:			_		
Funds Sold	\$	— \$	(0.1)	\$	(0.1)
Investment Securities					
Available-for-Sale		(8.3)	(19.1)		(27.4)
Held-to-Maturity		25.5	(0.9)		24.6
Loans Held for Sale		0.1	(0.5)		(0.4)
Loans and Leases					
Commercial and Industrial		(0.1)	(2.4)		(2.5)
Commercial Mortgage		1.0	(0.8)		0.2
Construction		(0.7)	_		(0.7)
Commercial Lease Financing		(1.0)	(0.7)		(1.7)
Residential Mortgage		(0.8)	(3.7)		(4.5)
Home Equity		(2.5)	(0.6)		(3.1)
Automobile		(2.2)	(0.8)		(3.0)
Other ²		(1.2)	(0.2)		(1.4)
Total Loans and Leases		(7.5)	(9.2)		(16.7)
Total Change in Interest Income		9.8	(29.8)		(20.0)
Change in Interest Expense:					
Interest-Bearing Deposits					
Demand		0.1	(0.2)		(0.1)
Savings		0.1	(4.7)		(4.6)
Time		(0.5)	(1.0)		(1.5)
Total Interest-Bearing Deposits	<u> </u>	(0.3)	(5.9)		(6.2)
Securities Sold Under Agreements to Repurchase		1.2	0.3		1.5

Long-Term Debt

Total Change in Interest Expense

Change in Net Interest Income

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

² Comprised of other consumer revolving credit, installment, and consumer lease financing.

			Three 1	Months Ende		Six Months Ended				
		June 30,	M	arch 31,	,	June 30,		June	e 30,	
(dollars in thousands)	2011			2011	2010		2011			2010
Salaries	\$	29,142	\$	29,075	\$	29,942	\$	58,217	\$	59,085
Incentive Compensation		4,243		3,466		3,447		7,709		6,893
Share-Based Compensation and Cash Grants for the Purchase of										
Company Stock		2,483		675		3,984		3,158		4,540
Commission Expense		1,553		1,663		1,259		3,216		2,605
Retirement and Other Benefits		3,804		4,962		3,857		8,766		7,966
Payroll Taxes		2,335		4,039		2,331		6,374		5,764
Medical, Dental, and Life Insurance		2,438		2,223		2,481		4,661		4,961
Separation Expense		802		679		199		1,481		250
Total Salaries and Benefits	\$	46,800	\$	46,782	\$	47,500	\$	93,582	\$	92,064

(dollars in thousands)	June 30, 2011		March 31, 2011	D	December 31, 2010	September 30, 2010			June 30, 2010
Commercial									
Commercial and Industrial	\$	815,912	\$ 771,923	\$	772,624	\$	736,385	\$	758,851
Commercial Mortgage		872,283	883,360		863,385		817,752		816,165
Construction		81,432	80,360		80,325		88,671		88,823
Lease Financing		316,776	331,491		334,997		353,962		399,744
Total Commercial		2,086,403	2,067,134		2,051,331		1,996,770		2,063,583
Consumer									
Residential Mortgage		2,130,335	2,108,376		2,094,189		2,073,340		2,087,380
Home Equity		783,582	787,179		807,479		836,990		861,196
Automobile		191,739	196,649		209,008		221,265		238,671
Other ¹		159,414	167,591		173,785		183,689		190,081
Total Consumer		3,265,070	3,259,795		3,284,461		3,315,284		3,377,328
Total Loans and Leases	\$	5,351,473	\$ 5,326,929	\$	5,335,792	\$	5,312,054	\$	5,440,911

Higher Risk Loans Outstanding

(dollars in thousands)	June 30, 2011		March 31, 2011		December 31, 2010		31, September 2010		 June 30, 2010
Residential Home Building ²	\$	16,186	\$	14,744	\$	14,964	\$	18,444	\$ 18,993
Residential Land Loans ³		19,960		21,595		23,745		28,149	30,262
Home Equity Loans ⁴		21,778		23,783		23,179		23,957	25,055
Air Transportation ⁵		36,961		37,440		37,879		38,611	39,165
Total Higher Risk Loans	\$	94,885	\$	97,562	\$	99,767	\$	109,161	\$ 113,475

¹ Comprised of other revolving credit, installment, and lease financing.

Deposits

(dollars in thousands)	June 30, 2011		March 31, 2011		ecember 31, 2010	September 30, 2010		June 30, 2010
Consumer	\$ 5,073,101	\$	5,097,056	\$	5,082,802	\$	4,976,317	\$ 4,925,579
Commercial	4,165,435		4,326,495		4,292,108		4,053,306	4,036,679
Public and Other	740,498		488,840		514,085		572,839	362,401
Total Deposits	\$ 9,979,034	\$	9,912,391	\$	9,888,995	\$	9,602,462	\$ 9,324,659

² Residential home building loans were \$35.6 million as of June 30, 2011. Higher risk loans within this segment are defined as those loans with a well-defined weakness or weaknesses that jeopardizes the orderly repayment of the loan.

³ We consider all of our residential land loans, which are consumer loans secured by unimproved lots, to be of higher risk due to the volatility in the value of the underlying collateral.

⁴ Higher risk home equity loans are defined as those loans originated in 2005 or later, with current monitoring credit scores below 600, and with original loan-to-value ratios greater than 70%.

⁵ We consider all of our air transportation leases to be of higher risk due to the weak financial profile of the industry.

(dollars in thousands)	June 30, 2011			March 31, 2011		December 31, 2010		September 30, 2010		June 30, 2010
Non-Performing Assets ¹					_		_			
Non-Accrual Loans and Leases										
Commercial										
Commercial and Industrial	\$	1,839	\$	1,107	\$	1,642	\$	1,287	\$	741
Commercial Mortgage		3,290		3,421		3,503		5,071		3,476
Construction		288		288		288		3,569		5,640
Lease Financing		8		9		19		117		63
Total Commercial		5,425		4,825		5,452		10,044		9,920
Consumer										
Residential Mortgage		23,970		24,372		28,152		26,917		27,491
Home Equity		2,155		2,602		2,254		2,303		2,638
Other ²		16								
Total Consumer		26,141		26,974		30,406	_	29,220		30,129
Total Non-Accrual Loans and Leases		31,566		31,799		35,858		39,264		40,049
Foreclosed Real Estate		2,590		2,793		1,928		5,910		3,192
Total Non-Performing Assets	\$	34,156	\$	34,592	\$	37,786	\$	45,174	\$	43,241
Accruing Loans and Leases Past Due 90 Days or More Commercial										
Commercial and Industrial	\$		\$		\$		\$	62	•	
Total Commercial	φ		Φ		Φ		φ	62	Ф	
Consumer			_		_		_	02	_	
Residential Mortgage		5,854		3,614		5,399		8,031		9,019
Home Equity		1,147		1,100		1,067		1,246		2,256
Automobile		167		260		410		348		464
Other ²		604		578		707		857		1,161
Total Consumer		7,772		5,552	_	7,583	_	10,482	_	12,900
Total Accruing Loans and Leases Past Due 90 Days or More	\$	7,772	\$	5,552	\$	7,583	\$	10,544	\$	12,900
Restructured Loans on Accrual Status and Not Past Due 90	\$				\$		\$	<u> </u>	\$	
Days or More		28,193	\$	29,513		23,724	_	23,021	<u> </u>	13,558
Total Loans and Leases	\$	5,351,473	\$	5,326,929	\$	5,335,792	\$	5,312,054	\$	5,440,911
Ratio of Non-Accrual Loans and Leases to Total Loans and		0.500/		0.600/		0.650/		0.740/		0.740/
Leases		0.59%	_	0.60%		0.67%	_	0.74%		0.74%
Ratio of Non-Performing Assets to Total Loans and Leases,		0.640/		0.650/		0.710/		0.950/		0.700/
Loans Held for Sale, and Foreclosed Real Estate	_	0.64%	_	0.65%	_	0.71%	_	0.85%	_	0.79%
D. C. CO. C. C. L. D. C. C. L. A. C. C. T. A. I.										
Ratio of Commercial Non-Performing Assets to Total Commercial Loans and Leases, Commercial Loans Held for										
,		0.34%		0.31%		0.31%		0.75%		0.62%
Sale, and Commercial Foreclosed Real Estate	_	0.3470	_	0.3170	_	0.3170	_	0.7376	_	0.0270
Ratio of Consumer Non-Performing Assets to Total Consumer										
Loans and Leases and Consumer Foreclosed Real Estate		0.83%		0.86%		0.95%		0.91%		0.90%
Bound and Ecuses and Consumer Poleciosed Real Estate		0.03		0.00	_	0.55/0	_	0.51	_	0.5070
Ratio of Non-Performing Assets and Accruing Loans and Leases										
Past Due 90 Days or More to Total Loans and Leases, Loans										
Held for Sale, and Foreclosed Real Estate		0.78%		0.75%		0.85%		1.04%		1.03%
					_	,,,	_		_	
Quarter to Quarter Changes in Non-Performing Assets ¹										
Balance at Beginning of Quarter	\$	34,592	\$	37,786	\$	45,174	\$	43,241	\$	41,624
Additions		6,079		5,799		8,175		10,606		10,761
Reductions										
Payments		(2,363)		(2,164)		(5,019)		(3,432)		(4,414)
Return to Accrual Status		(3,226)		(6,408)		(1,250)		(964)		_
Transfer to Foreclosed Real Estate				(208)		(1,133)		(2,070)		
Sales of Foreclosed Real Estate		(497)		(200)		(5,427)		(700)		
Charge-offs/Write-downs		(429)		(213)		(3,427) $(2,734)$		(1,507)		(4,730)
Total Reductions		(6,515)		(8,993)		(2,754) $(15,563)$	_	(8,673)	_	(9,144)
Balance at End of Quarter	2	34,156	\$	34,592	\$	37,786	\$	45,174	\$	43,241
Datance at Enu vi Quartei	Φ	57,150	φ	57,574	φ	51,100	φ	73,177	ψ	73,471

 $^{^1}$ Excluded from non-performing assets was a contractually binding non-accrual loan held for sale of \$7.5 million as of March 31, 2011 2 Comprised of other revolving credit, installment, and lease financing.

	Three Months Ended						Six Mont	ded		
		June 30,		March 31,		June 30,		June 30,		June 30,
(dollars in thousands)	_	2011	_	2011	_	2010	_	2011	_	2010
Balance at Beginning of Period	\$	152,777	\$	152,777	\$	151,777	\$	152,777	\$	149,077
Loans and Leases Charged-Off										
Commercial										
Commercial and Industrial		(1,507)		(1,657)		(3,056)		(3,164)		(6,962)
Commercial Mortgage		_		_		(1,000)		_		(1,303)
Construction		_		_		(1,417)		_		(2,274)
Lease Financing		_		_		(107)		_		(297)
Consumer										
Residential Mortgage		(1,977)		(1,751)		(4,377)		(3,728)		(7,632)
Home Equity		(3,252)		(1,359)		(2,886)		(4,611)		(10,322)
Automobile		(797)		(1,029)		(1,752)		(1,826)		(3,779)
Other ¹		(1,488)		(1,564)		(2,530)		(3,052)		(5,352)
Total Loans and Leases Charged-Off		(9,021)		(7,360)		(17,125)		(16,381)		(37,921)
Recoveries on Loans and Leases Previously Charged-Off										
Commercial										
Commercial and Industrial		399		572		367		971		1,225
Commercial Mortgage		_		_		_		_		24
Lease Financing		44		50		11		94		12
Consumer										
Residential Mortgage		622		259		236		881		658
Home Equity		750		339		197		1,089		297
Automobile		652		649		826		1,301		1,579
Other ¹		572		800		549		1,372		1,176
Total Recoveries on Loans and Leases Previously Charged-	_	0,2	_	000		2.5		1,8 / 2		1,170
Off		3,039		2,669		2,186		5,708		4,971
Net Loans and Leases Charged-Off	_	(5,982)		(4,691)		(14,939)		(10,673)	-	(32,950)
Provision for Credit Losses		3,600		4,691		15,939		8,291		36,650
Balance at End of Period ²	\$	150,395	\$	152,777	\$	152,777	\$	150,395	\$	152,777
Balance at End of Period 2	Φ	130,393	Ф	132,777	Ф	132,777	Ф	130,393	φ	132,777
Components										
Allowance for Loan and Lease Losses	\$	144,976	\$	147,358	\$	147,358	\$	144,976	\$	147,358
Reserve for Unfunded Commitments		5,419		5,419		5,419		5,419		5,419
Total Reserve for Credit Losses	\$	150,395	\$	152,777	\$	152,777	\$	150,395	\$	152,777
Total Reserve for Creat Losses	<u> </u>	130,333	Ψ	132,777	Ψ	152,777	Ψ	150,575	Ψ	152,777
Average Loans and Leases Outstanding	\$	5,326,123	\$	5,311,781	\$	5,522,423	\$	5,318,993	\$	5,604,218
Ratio of Net Loans and Leases Charged-Off to Average Loans and Leases Outstanding (annualized)		0.45%		0.36%		1.09%		0.40%		1.19%
Ratio of Allowance for Loan and Lease Losses to Loans and										
Leases Outstanding		2.71%)	2.77%		2.71%		2.71%)	2.71%

Comprised of other revolving credit, installment, and lease financing.
 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.

(dollars in thousands)	Retail Banking	C	Commercial Banking	I	Investment Services	Treasury and Other	(Consolidated Total
Three Months Ended June 30, 2011								
Net Interest Income	\$ 43,890	\$	34,686	\$	3,792	\$ 15,131	\$	97,499
Provision for Credit Losses	5,585		397		_	(2,382)		3,600
Net Interest Income After Provision for Credit Losses	38,305		34,289		3,792	17,513		93,899
Noninterest Income	21,697		9,741		15,234	2,791		49,463
Noninterest Expense	(52,345)		(24,159)		(15,043)	(2,227)		(93,774)
Income Before Provision for Income Taxes	 7,657		19,871		3,983	18,077		49,588
Provision for Income Taxes	(2,833)		(6,974)		(1,474)	(3,159)		(14,440)
Net Income	4,824		12,897		2,509	14,918		35,148
Total Assets as of June 30, 2011	\$ 3,058,041	\$	2,266,089	\$	221,347	\$ 7,615,727	\$	13,161,204
Three Months Ended June 30, 2010 1								
Net Interest Income	\$ 48,246	\$	36,319	\$	4,215	\$ 15,148	\$	103,928
Provision for Credit Losses	9,871		6,206		(127)	(11)		15,939
Net Interest Income After Provision for Credit Losses	 38,375		30,113		4,342	15,159		87,989
Noninterest Income	25,806		11,697		14,310	17,061		68,874
Noninterest Expense	(43,436)		(24,977)		(15,553)	(1,952)		(85,918)
Income Before Provision for Income Taxes	 20,745		16,833		3,099	30,268		70,945
Provision for Income Taxes	(7,676)		(6,322)		(1,147)	(9,236)		(24,381)
Net Income	 13,069		10,511		1,952	21,032		46,564
Total Assets as of June 30, 2010 1	\$ 3,156,403	\$	2,326,589	\$	312,676	\$ 7,060,177	\$	12,855,845

 $^{^{1}\,}$ Certain prior period information has been reclassified to conform to current presentation.

(dollars in thousands)	Retail Banking		Commercial Banking		Investment Services		Treasury and Other		(Consolidated Total
Six Months Ended June 30, 2011										
Net Interest Income	\$	88,314	\$	69,689	\$	7,655	\$	31,538	\$	197,196
Provision for Credit Losses		10,628		209		(140)		(2,406)		8,291
Net Interest Income After Provision for Credit Losses		77,686		69,480		7,795		33,944		188,905
Noninterest Income		41,817		18,798		30,284		12,486		103,385
Noninterest Expense		(96,244)		(48,581)		(30,447)		(4,584)		(179,856)
Income Before Provision for Income Taxes		23,259		39,697		7,632		41,846		112,434
Provision for Income Taxes		(8,606)		(13,806)		(2,824)		(9,690)		(34,926)
Net Income		14,653		25,891		4,808		32,156		77,508
Total Assets as of June 30, 2011	\$	3,058,041	\$	2,266,089	\$	221,347	\$	7,615,727	\$	13,161,204
Six Months Ended June 30, 2010 1										
Net Interest Income	\$	97,551	\$	77,446	\$	8,538	\$	28,046	\$	211,581
Provision for Credit Losses		25,227		11,347		88		(12)		36,650
Net Interest Income After Provision for Credit Losses		72,324		66,099		8,450		28,058		174,931
Noninterest Income		49,273		21,715		29,337		40,331		140,656
Noninterest Expense		(85,769)		(48,839)		(29,598)		(3,418)		(167,624)
Income Before Provision for Income Taxes		35,828		38,975		8,189		64,971		147,963
Provision for Income Taxes		(13,256)		(14,321)		(3,031)		(18,055)		(48,663)
Net Income		22,572		24,654		5,158		46,916		99,300
Total Assets as of June 30, 2010 1	\$	3,156,403	\$	2,326,589	\$	312,676	\$	7,060,177	\$	12,855,845

 $^{^{1}\,}$ Certain prior period information has been reclassified to conform to current presentation.

	Three Months Ended									
(dollars in thousands, except per share amounts)		June 30, 2011		March 31, 2011	I	December 31, 2010	S	eptember 30, 2010		June 30, 2010
Quarterly Operating Results										
Interest Income										
Interest and Fees on Loans and Leases	\$	65,542	\$	66,593	\$	67,915	\$	70,198	\$	71,997
Income on Investment Securities										
Available-for-Sale		23,490		37,669		39,546		40,775		44,989
Held-to-Maturity		20,553		7,633		1,388		1,553		1,700
Deposits		2		(2)		7		5		3
Funds Sold		297		251		160		211		396
Other		279		279		279		278		277
Total Interest Income		110,163		112,423		109,295		113,020		119,362
Interest Expense										
Deposits		4,792		5,232		5,918		7,041		7,930
Securities Sold Under Agreements to Repurchase		7,338		7,041		6,425		6,670		6,472
Funds Purchased		5		6		7		10		6
Long-Term Debt		529		447		672		673		1,026
Total Interest Expense		12,664	_	12,726	_	13,022	_	14,394	_	15,434
Net Interest Income	_	97,499		99,697		96,273	_	98,626	_	103,928
Provision for Credit Losses		3,600		4,691		5,278		13,359		15,939
Net Interest Income After Provision for Credit Losses	_	93,899	_	95,006	_	90,995	_	85,267	_	87,989
Noninterest Income Noninterest Income		93,899	_	93,000	_	90,993	_	83,207	_	07,909
Trust and Asset Management		11 427		11 906		11 100		10.524		11 457
\mathcal{E}		11,427		11,806		11,190		10,534		11,457
Mortgage Banking		2,661		3,122		4,549		6,811		3,752
Service Charges on Deposit Accounts		9,375		9,932		11,632		12,737		14,856
Fees, Exchange, and Other Service Charges		16,662		14,945		15,196		15,500		15,806
Investment Securities Gains (Losses), Net				6,084		(1)		7,877		14,951
Insurance		3,210		2,771		2,309		2,646		2,291
Other	_	6,128	_	5,262	_	6,602	_	7,020		5,761
Total Noninterest Income		49,463		53,922		51,477		63,125		68,874
Noninterest Expense										
Salaries and Benefits		46,800		46,782		46,809		46,840		47,500
Net Occupancy		10,476		10,327		10,504		10,186		10,154
Net Equipment		4,741		4,698		5,902		4,545		4,366
Professional Fees		2,294		2,158		2,116		905		2,091
FDIC Insurance		2,010		3,244		3,198		3,159		3,107
Other		27,453		18,873		20,193		24,255		18,700
Total Noninterest Expense		93,774		86,082		88,722		89,890		85,918
Income Before Provision for Income Taxes		49,588		62,846		53,750		58,502		70,945
Provision for Income Taxes		14,440		20,486		13,172		14,438		24,381
Net Income	\$	35,148	\$	42,360	\$	40,578	\$	44,064	\$	46,564
Basic Earnings Per Share	\$	0.74	\$	0.89	\$	0.84	\$	0.91	\$	0.97
Diluted Earnings Per Share	\$	0.74	\$	0.88	\$	0.84	\$	0.91	\$	0.96
Balance Sheet Totals										
Loans and Leases	\$	5,351,473	\$	5,326,929	\$	5,335,792	\$	5,312,054	\$	5,440,911
Total Assets		13,161,204		12,962,304		13,126,787		12,716,603		12,855,845
Total Deposits		9,979,034		9,912,391		9,888,995		9,602,462		9,324,659
Total Shareholders' Equity		1,003,450		996,225		1,011,133		1,039,561		1,013,011
Performance Ratios										
Return on Average Assets		1.09%)	1.32%)	1.24%)	1.37%	,	1.489
Return on Average Shareholders' Equity		13.86		16.86		15.08		16.64		19.01
Efficiency Ratio 1		63.81		56.04		60.05		55.57		49.72
Net Interest Margin ²		3.16		3.24		3.15		3.27		3.51

The efficiency ratio is defined as noninterest expense divided by total revenue (net interest income and noninterest income).
 The net interest margin is defined as net interest income, on a fully-taxable equivalent basis, as a percentage of average earning assets.

		Five Months Ended Year Ende							
(\$ in millions; jobs in thousands)		May 31, 2011			December 31, 2010			December 31, 2009	
Hawaii Economic Trends	<u> </u>								
State General Fund Revenues 1	\$	1,977.1	0.9%	\$	4,314.1	7.4%	\$	4,018.2	(12.8)%
General Excise and Use Tax Revenue 1	\$	1,109.6	9.9	\$	2,379.9	3.6	\$	2,296.3	(10.6)
Jobs ²		593.3	1.3		586.8	(0.8)		591.7	(4.4)

	June 30,	December 31,	September 30,	December 3	1,
(annual percentage, except 2010 and 2011)	2011	2010	2010	2009	2008
Unemployment ³					
Statewide, seasonally adjusted	6.0%	6.3%	6.5%	6.9%	5.6%
Oahu	4.9	4.8	5.6	5.4	4.3
Island of Hawaii	9.2	8.6	9.8	9.5	7.4
Maui	7.2	7.4	8.3	8.8	6.9
Kauai	8.2	7.8	8.9	8.7	7.8

	June 30,	December 31,		
(percentage change, except months of inventory)	2011	2010	2009	
Housing Trends (Single Family Oahu) 4				
Median Home Price	(2.6)%	3.1%	(7.3)%	
Home Sales Volume (units)	(7.0)%	13.4%	(1.8)%	
Months of Inventory	6.1	6.0	6.8	

(in thousands)	Monthly Visitor Arrivals, Seasonally Adjusted	Percentage Change from Previous Month
Tourism ²		
May 31, 2011	582.1	(2.8)%
April 30, 2011	598.7	3.4
March 31, 2011	579.2	(4.7)
February 28, 2011	607.5	(0.9)
January 31, 2011	613.2	2.5
December 31, 2010	598.3	(1.9)
November 30, 2010	609.8	1.6
October 31, 2010	600.3	1.1
September 30, 2010	593.9	(0.9)
August 31, 2010	599.5	1.0
July 31, 2010	593.4	2.4
June 30, 2010	579.4	(0.4)
May 31, 2010	581.8	1.8
April 30, 2010	571.6	2.2
March 31, 2010	559.4	2.5
February 28, 2010	545.9	(0.6)
January 31, 2010	549.3	1.2

Note: Certain prior period seasonally adjusted information has been revised.

Source: Hawaii Department of Business, Economic Development & Tourism.

Source: University of Hawaii Economic Research Organization. Year-to-date figures.

Source: University of Hawaii Economic Research Organization, State of Hawaii Department of Labor and Industrial Relations.

Source: Honolulu Board of REALTORS.