UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported)

January 26, 2015

BANK OF HAWAII CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	1-6887	99-0148992
(State of Incorporation)	(Commission	(IRS Employer
	File Number)	Identification No.)
130 Merchant Street, Honolulu, Hawaii		96813
(Address of principal executive offices)		(Zip Code)
(Registrant's telephone number,		
including area code)		(888) 643-3888
Check the appropriate box below if the Form 8-K filing following provisions (see General Instruction A.2. below):	is intended to simultaneously satisfy the	filing obligation of the registrant under any of the
☐ Written communications pursuant to Rule 425 unde	r the Securities Act (17 CFR 230.425)	
☐ Soliciting material pursuant to Rule 14a-12 under th	e Exchange Act (17 CFR 240.14a-12)	
☐ Pre-commencement communications pursuant to Ru	le 14d-2(b) under the Exchange Act (17 C	FR 240.14d-2(b))
☐ Pre-commencement communications pursuant to Ru	le 13e-4(c) under the Exchange Act (17 C	FR 240.13e-4 (c))

Item 2.02. Results of Operations and Financial Condition.

On January 26, 2015, Bank of Hawaii Corporation announced its results of operations for the quarter ended December 31, 2014. 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.

99.1 January 26, 2015 Press Release: Bank of Hawaii Corporation Fourth Quarter 2014 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: January 26, 2015 Bank of Hawaii Corporation

By: /s/ Mark A. Rossi

Mark A. Rossi

Vice Chairman and Corporate Secretary





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Bank of Hawaii Corporation 2014 Financial Results

- Diluted Earnings Per Share for the Fourth Quarter of 2014 \$0.94
- Net Income for the Fourth Quarter of 2014 \$41.2 Million
- 2014 Diluted Earnings Per Share \$3.69
- 2014 Net Income \$163.0 Million
- Board of Directors Declares Dividend of \$0.45 Per Share

FOR IMMEDIATE RELEASE

HONOLULU, HI (January 26, 2015) -- Bank of Hawaii Corporation (NYSE: BOH) today reported diluted earnings per share of \$0.94 for the fourth quarter of 2014, down from \$0.95 per share in the previous quarter, and up from \$0.88 per share in the same quarter last year. Net income for the fourth quarter of 2014 was \$41.2 million, compared to net income of \$41.8 million in the third quarter of 2014 and \$39.1 million in the same quarter last year. The return on average assets for the fourth quarter of 2014 was 1.12 percent, compared with 1.15 percent in the third quarter of 2014 and 1.12 percent in the fourth quarter last year. The return on average equity for the fourth quarter of 2014 was 15.39 percent, compared with 15.57 percent in the third quarter of 2014 and 15.36 percent in the fourth quarter last year.

Loan and lease balances were \$6.9 billion at December 31, 2014, up 4.4 percent from September 30, 2014 and up 13.2 percent compared with December 31, 2013. Deposit growth remained strong during the quarter, increasing 2.2 percent from September 30, 2014 and 6.0 percent from December 31, 2013. The net interest margin was 2.84 percent during the fourth quarter of 2014 compared with 2.85 percent in the previous quarter and fourth quarter last year.

"Bank of Hawaii finished 2014 with strong financial performance," said Peter Ho, Chairman, President, and CEO. "During the quarter loan balances and deposits continued to grow. Our net interest margin was relatively stable, credit quality remained solid, expenses were well controlled, and our capital ratios remain quite strong."

Diluted earnings per share for the full year of 2014 were \$3.69, up \$0.31 or 9.2 percent from diluted earnings per share of \$3.38 in 2013. Net income for the year was \$163.0 million, up \$12.5 million or 8.3 percent from net income of \$150.5 million in the previous year. The return on average assets for the full year of 2014 was 1.14 percent, up from 1.10 percent in 2013. The return on average equity for the full year of 2014 was 15.50 percent, up from 14.78 percent in 2013.

Financial Highlights

Net interest income, on a taxable-equivalent basis, for the fourth quarter of 2014 was \$99.5 million, an increase of \$1.2 million from net interest income of \$98.3 million in the third quarter of 2014, and up \$4.7 million from net interest income of \$94.8 million in the fourth quarter last year. Net interest income, on a taxable-equivalent basis, for the full year of 2014 was \$391.1 million, an increase of \$22.0 million from net interest income of \$369.1 million in 2013. Analyses of changes in net interest income are included in Tables 8a, 8b and 8c.

The net interest margin was 2.84 percent in the fourth quarter of 2014, a decrease of 1 basis point from the third quarter of 2014 and the fourth quarter last year. The net interest margin for the full year of 2014 was 2.85 percent, an increase of 4 basis points from the net interest margin of 2.81 percent in 2013.

Noninterest income was \$45.8 million in the fourth quarter of 2014, an increase of \$0.8 million compared with \$45.0 million in the third quarter of 2014, and an increase of \$0.5 million compared with \$45.3 million in the fourth quarter of 2013. Noninterest income in the fourth quarter of 2014 included a gain of \$2.0 million from the sale of 22,000 Visa Class B shares (9,066 Class A equivalents). Noninterest income in the third quarter of 2014 included a net gain of \$1.9 million resulting from the sale of 23,000 Visa Class B shares (9,478 Class A equivalents). The Company also contributed 4,700 Visa Class B shares (1,937 Class A equivalents) to the Bank of Hawaii Foundation during the fourth quarter of 2014. The contribution of Visa shares to the Bank of Hawaii Foundation had no impact on noninterest expense; however, the contributions favorably impacted the Company's effective tax rate. As of December 31, 2014, the Company has 397,514 Visa Class B shares remaining (163,816 Class A equivalents). Noninterest income for the full year of 2014 was \$180.0 million compared with noninterest income of \$186.2 million in 2013. The decrease in noninterest income compared with the previous year was primarily the result of lower mortgage banking income which totaled \$7.6 million in 2014 compared with \$19.2 million in 2013. The reduction in mortgage banking income in 2014 was partially offset by \$7.9 million in net gains on the sales of 90,500 Visa Class B shares.

Noninterest expense was \$81.2 million in the fourth quarter of 2014, up \$0.2 million from noninterest expense of \$81.0 million in the third quarter of 2014, and down \$1.2 million from noninterest expense of \$82.4 million in the fourth quarter of 2013. Noninterest expense for the full year of 2014 was \$326.9 million, down \$4.1 million, or 1.2 percent, from noninterest expense of \$331.0 million in 2013.

The components of salaries and benefits are presented in Table 9.

The efficiency ratio for the fourth quarter of 2014 was 57.03 percent, an improvement from 57.74 percent in the previous quarter and 59.99 percent in the same quarter last year. The efficiency ratio for the full year of 2014 was 58.41 percent compared with 60.71 percent during the full year of 2013.

The effective tax rate for the fourth quarter of 2014 was 32.71 percent compared with 32.59 percent in the previous quarter and 28.96 percent in the same quarter last year. The effective tax rate for the full year of 2014 was 31.39 percent compared with 29.73 percent for the full year of 2013. The lower effective tax rate during 2013 was due to a larger release of tax reserves in 2013.

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 13a and 13b.

Asset Quality

The Company's overall asset quality remained strong during the fourth quarter of 2014. Total non-performing assets decreased to \$30.1 million at December 31, 2014, down from \$33.3 million at September 30, 2014 and \$39.7 million at December 31, 2013. Non-performing assets, as a percentage of total loans and leases and foreclosed real estate, were 0.44 percent at December 31, 2014, down from 0.50 percent at September 30, 2014 and 0.65 percent at December 31, 2013.

Accruing loans and leases past due 90 days or more were \$8.7 million at December 31, 2014, down from \$9.1 million at September 30, 2014 and \$9.9 million at December 31, 2013. Restructured loans not included in non-accrual loans or accruing loans past due 90 days or more were \$45.5 million at December 31, 2014 compared with \$45.2 million at September 30, 2014 and \$51.1 million at December 31, 2013. More information on non-performing assets and accruing loans and leases past due 90 days or more is presented in Table 11.

Net charge-offs during the fourth quarter of 2014 were \$1.7 million or 0.10 percent annualized of total average loans and leases outstanding. Loan and lease charge-offs of \$3.7 million during the quarter were partially offset by recoveries of \$2.1 million. Net charge-offs during the third quarter of 2014 were \$0.8 million or 0.05 percent annualized, and were comprised of charge-offs of \$3.7 million and recoveries of \$2.9 million. Net charge-offs during the fourth quarter of 2013 were \$8.2 million, or 0.54 percent annualized, and were comprised of charge-offs of \$10.4 million and recoveries of \$2.2 million. Net charge-offs for the full year of 2014 were \$1.9 million, or 0.03 percent of total average loans and leases in 2013.

The allowance for loan and lease losses was \$108.7 million at December 31, 2014, down \$1.7 million from the allowance for loan and lease losses of \$110.4 million at September 30, 2014 and down \$6.8 million from the allowance for loan and lease losses of \$115.5 million at December 31, 2013. The ratio of the allowance for loan and lease losses to total loans and leases outstanding was 1.58 percent at December 31, 2014, a decrease of 9 basis points from September 30, 2014, and commensurate with the continued improvement in credit quality and the Hawaii economy. The total reserve for unfunded commitments at December 31, 2014 was unchanged from the prior quarter and remained at \$5.9 million. Details of loan and lease charge-offs, recoveries, and the components of the total reserve for credit losses are summarized in Table 12.

Other Financial Highlights

The Company's total assets increased to \$14.79 billion at December 31, 2014, up \$277.0 million from total assets of \$14.51 billion at September 30, 2014, and up \$702.9 million from total assets of \$14.08 billion at December 31, 2013. Average total assets were \$14.60 billion during the fourth quarter of 2014, up \$231.1 million from average total assets of \$14.37 billion during the third quarter of 2014, and up \$738.6 million from average total assets of \$13.86 billion during the fourth quarter of 2013.

Total loans and leases increased to \$6.90 billion at December 31, 2014, up from \$6.61 billion at September 30, 2014, and up from \$6.10 billion at December 31, 2013. The commercial loan portfolio was \$2.83 billion at the end of the fourth quarter of 2014, up 3.6 percent from commercial loans of \$2.73 billion at the end of the third quarter of 2014 and up 11.9 percent from commercial loans of \$2.53 billion at the end of the fourth quarter last year. Consumer loans increased to \$4.07 billion at December 31, 2014, up 5.0 percent from consumer loans of \$3.88 billion at the end of the third quarter of 2014, and up 14.1 percent from consumer loans of \$3.57 billion at the end of the fourth quarter last year. Average total loans and leases were \$6.75 billion during the fourth quarter of 2014, up from \$6.49 billion during the previous quarter and \$6.05 billion during the same quarter last year. Loan and lease portfolio balances, including the higher risk loans and leases outstanding, are summarized in Table 10.

Deposit generation continued to remain strong during the fourth quarter of 2014. Total deposits increased to \$12.63 billion at December 31, 2014, up from total deposits of \$12.36 billion at September 30, 2014 and \$11.91 billion at December 31, 2013. Average total deposits were \$12.44 billion in the fourth quarter of 2014, up from \$12.20 billion during the previous quarter and \$11.57 billion during the same quarter last year. Deposit balances are summarized in Tables 7a, 7b, and 10.

The investment portfolio was \$6.76 billion at December 31, 2014 compared to \$6.78 billion at September 30, 2014 and \$6.99 billion at December 31, 2013. The investment portfolio remains largely comprised of securities issued by U. S. government agencies and includes \$4.47 billion in securities held to maturity and \$2.29 billion in securities available for sale.

During the fourth quarter of 2014, the Company repurchased 280.5 thousand shares of common stock at a total cost of \$16.0 million under its share repurchase program. The average cost was \$56.94 per share repurchased. From the beginning of the share repurchase program initiated during July 2001 through December 31, 2014, the Company has repurchased 52.0 million shares and returned over \$1.9 billion to shareholders at an average cost of \$36.96 per share. Remaining buyback authority under the share repurchase program was \$73.2 million at December 31, 2014. From January 2 through January 23, 2015, the Company repurchased an additional 75.0 thousand shares of common stock at an average cost of \$56.02 per share repurchased.

Total shareholders' equity was \$1.06 billion at December 31, 2014, down slightly from September 30, 2014 and up from \$1.01 billion at December 31, 2013. The Tier 1 Capital Ratio was 14.69 percent at December 31, 2014 compared with 15.32 percent at September 30, 2014 and 16.05 percent at December 31, 2013. The Tier 1 Leverage Ratio at December 31, 2014 was 7.13 percent, compared with 7.19 percent at September 30, 2014 and 7.24 percent at December 31, 2013.

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 March 13, 2015 to shareholders of record at the close of business on February 27, 2015.

Hawaii Economy

General economic conditions in Hawaii continued to be healthy during the fourth quarter of 2014, led by a strong tourism industry, relatively low unemployment, rising real estate prices, and accelerating construction activity. For the first eleven months of 2014, total visitor arrivals increased by 0.9 percent and visitor spending increased by 2.3 percent compared to the same period in 2013. While the rate of visitor growth has eased from the prior year, 2014 is on track to be another record year for tourism in Hawaii. The statewide seasonally-adjusted unemployment rate held steady at 4.0 percent in December 2014, which is among the lowest in the nation. Real estate prices on Oahu reached new records during 2014, even as the number of sales declined slightly due to limited inventory of available properties on the market. The volume of single-family home sales on Oahu declined 0.8 percent in 2014 compared to 2013 and the volume of condominium sales on Oahu declined 1.3 percent compared to 2013. The median price of single-family home sales on Oahu increased 3.8 percent during 2014 and the median price of condominium sales on Oahu was 5.4 percent higher compared to 2013. As of December 31, 2014, months of inventory of single-family homes and condominiums on Oahu remained low at approximately 2.6 months and 3.0 months, respectively.

Conference Call Information

The Company will review its 2014 financial results today at 1:00 p.m. Hawaii Time (6:00 p.m. Eastern Time). The 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 located in the United States or Canada should dial 1 (800) 708-4540. All other international conference call participants should dial 1 (847) 619-6397. Use the pass code "Bank of Hawaii" to access the call. A replay will be available for one week beginning on Monday, January 26, 2015 by dialing 1 (888) 843-7419 in the United States or Canada and 1 (630) 652-3042 from other international locations. Enter the pass code number 38758852# when prompted. A replay of the conference call will also be available via the Investor Relations link on the Company's website, www.boh.com.

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, 2013, which was filed with the U.S. Securities and Exchange Commission. We do not promise 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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Financial Highlights Table 1a

			Three	e Months Ended	l			Y	ear Ende	ed
	D	ecember 31,	Se	eptember 30,	1	December 31,			cember :	
(dollars in thousands, except per share amounts)		2014		2014		2013		2014		2013
For the Period:										
Operating Results										
Net Interest Income	\$	96,632	\$	95,379	\$	92,120	\$	379,656	\$	358,907
Provision for Credit Losses		_		(2,665)		_		(4,864)		_
Total Noninterest Income		45,818		44,950		45,278		180,017		186,223
Total Noninterest Expense		81,240		81,030		82,424		326,899		330,969
Net Income		41,191		41,769		39,055		163,042		150,502
Basic Earnings Per Share		0.95		0.95		0.88		3.71		3.39
Diluted Earnings Per Share		0.94		0.95		0.88		3.69		3.38
Dividends Declared Per Share		0.45		0.45		0.45		1.80		1.80
Performance Ratios										
Return on Average Assets		1.12	%	1.15	%	1.12	%	1.14	%	1.10
Return on Average Shareholders' Equity		15.39		15.57		15.36		15.50		14.78
Efficiency Ratio 1		57.03		57.74		59.99		58.41		60.71
Net Interest Margin ²		2.84		2.85		2.85		2.85		2.81
Dividend Payout Ratio ³		47.37		47.37		51.14		48.52		53.10
Average Shareholders' Equity to Average Assets		7.27		7.41		7.28		7.35		7.4
-1		,,_,				7.2		,,,,,		,,,,
Average Balances										
Average Loans and Leases	\$	6,746,332	\$	6,488,780	\$	6,053,607	\$	6,405,431	\$	5,883,686
Average Assets		14,603,493		14,372,375		13,864,914		14,317,516		13,692,133
Average Deposits		12,435,692		12,200,654		11,571,905		12,122,148		11,396,80
Average Shareholders' Equity		1,061,900		1,064,589		1,008,813		1,052,195		1,018,287
Per Share of Common Stock										
Book Value	\$	24.13	\$	24.04	\$	22.75	\$	24.13	\$	22.75
Tangible Book Value		23.41		23.32		22.04		23.41		22.04
Market Value										
Closing		59.31		56.81		59.14		59.31		59.14
High		61.00		60.75		59.92		61.73		59.92
Low		52.70		55.55		53.16		52.70		44.8
						December 31,		September 30,		December 31
						2014		2014		2013
As of Period End:										
Balance Sheet Totals										
Loans and Leases					\$	6,897,589	\$	6,606,350	\$	6,095,387
Total Assets						14,787,208		14,510,166		14,084,280
Total Deposits						12,633,089		12,361,441		11,914,656
Long-Term Debt						173,912		173,926		174,70
Total Shareholders' Equity						1,055,086		1,057,413		1,011,970
Asset Quality										
Allowance for Loan and Lease Losses					\$	108,688	\$	110,362	\$	115,45
Non-Performing Assets						30,082		33,307		39,650
						50,002		23,207		52,03
Financial Ratios							0/		0/	
Allowance to Loans and Leases Outstanding						1.58	%	1.67	%	1.89
Tier 1 Capital Ratio 4						14.69		15.32		16.0
Total Capital Ratio 4						15.94		16.57		17.3
Tier 1 Leverage Ratio 4						7.13		7.19		7.2
Total Shareholders' Equity to Total Assets						7.14		7.29		7.1
Γangible Common Equity to Tangible Assets 5						6.94		7.09		6.9
Tangible Common Equity to Risk-Weighted Assets 4, 5						14.46		15.23		15.67

Non-Financial Data			
Full-Time Equivalent Employees	2,161	2,170	2,196
Branches	74	74	74
ATMs	459	459	466

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

 $^{^2\,}$ Net interest margin is defined as net interest income, on a taxable-equivalent basis, as a percentage of average earning assets.

³ Dividend payout ratio is defined as dividends declared per share divided by basic earnings per share.

⁴ Financial ratios as of December 31, 2013 were revised to conform to the current period calculation.

⁵ Tangible common equity to tangible assets and tangible common equity to risk-weighted assets are Non-GAAP financial measures. See Table 1b "Reconciliation of Non-GAAP Financial Measures."

	December 31,	September 30,	December 31,
(dollars in thousands)	2014	2014	2013
Total Shareholders' Equity	\$ 1,055,086	\$ 1,057,413	\$ 1,011,976
Less: Goodwill	31,517	31,517	31,517
Tangible Common Equity	\$ 1,023,569	\$ 1,025,896	\$ 980,459
Total Assets	\$ 14,787,208	\$ 14,510,166	\$ 14,084,280
Less: Goodwill	31,517	31,517	31,517
Tangible Assets	\$ 14,755,691	\$ 14,478,649	\$ 14,052,763
Risk-Weighted Assets, determined in accordance			
with prescribed regulatory requirements ¹	\$ 7,077,035	\$ 6,737,853	\$ 6,258,178
Total Shareholders' Equity to Total Assets	7.14%	7.29%	7.19%
Tangible Common Equity to Tangible Assets (Non-GAAP)	6.94%	7.09%	6.98%
Tier 1 Capital Ratio ¹	14.69%	15.32%	16.05%
Tangible Common Equity to Risk-Weighted Assets (Non-GAAP) ¹	14.46%	15.23%	15.67%

 $^{^{1}\,\,}Risk-weighted\,assets\,and\,financial\,ratios\,as\,of\,December\,31,2013\,were\,revised\,to\,conform\,to\,the\,current\,period\,calculation.$

Net Significant Items							Table 2
		Th	ree Months Ended			Year Ende	ed
	 December 31,		September 30,	December 31	,	December 3	31,
(dollars in thousands)	2014		2014	2013	3	2014	2013
Investment Securities Gains, Net	\$ 1,966	\$	1,858	\$ -	- \$	8,063 \$	_
Decrease in Allowance for Loan and Lease Losses	1,674		3,476	8,225	5	6,766	13,403
Separation Expense	202		(14)	(394	4)	(448)	(4,486)
Professional and Casualty Reserve Adjustment	2,009		_	_	_	2,009	_
Operating Losses	_		_	_	-	(730)	_
Significant Items Before the Provision (Benefit) for Income Taxes	5,851		5,320	7,83	1	15,660	8,917
Release of Tax Reserve	_		_	_	_	(1,249)	(2,357)
Income Tax Impact	2,294		2,085	2,74	1	6,139	3,121
Net Significant Items	\$ 3,557	\$	3,235	\$ 5,090) \$	10,770 \$	8,153

Consolidated Statements of Income Table 3

			Three Months Ende	ed		Year En	led
	I	December 31,	September 30,		December 31,	December	31,
(dollars in thousands, except per share amounts)		2014	2014		2013	2014	2013
Interest Income							
Interest and Fees on Loans and Leases	\$	69,974	\$ 68,089	\$	63,809	\$ 267,407 \$	253,276
Income on Investment Securities							
Available-for-Sale		10,732	10,286		10,608	42,475	53,570
Held-to-Maturity		24,966	26,067		26,882	105,860	90,062
Deposits		2	3		3	9	10
Funds Sold		192	176		105	673	415
Other		303	302		302	1,209	1,172
Total Interest Income		106,169	104,923		101,709	417,633	398,505
Interest Expense							
Deposits		2,392	2,391		2,418	9,534	10,143
Securities Sold Under Agreements to Repurchase		6,520	6,523		6,530	25,905	26,837
Funds Purchased		3	3		8	13	44
Short-Term Borrowings		_	_		2	_	2
Long-Term Debt		622	627		631	2,525	2,572
Total Interest Expense		9,537	9,544		9,589	37,977	39,598
Net Interest Income		96,632	95,379		92,120	379,656	358,907
Provision for Credit Losses		_	(2,665))	_	(4,864)	_
Net Interest Income After Provision for Credit Losses		96,632	98,044		92,120	384,520	358,907
Noninterest Income							
Trust and Asset Management		12,225	11,716		12,240	47,798	47,932
Mortgage Banking		2,116	1,646		2,823	7,571	19,186
Service Charges on Deposit Accounts		9,058	9,095		9,326	35,669	37,124
Fees, Exchange, and Other Service Charges		13,702	13,390		12,670	53,401	50,469
Investment Securities Gains, Net		1,966	1,858		_	8,063	_
Annuity and Insurance		1,664	2,348		2,295	8,065	9,190
Bank-Owned Life Insurance		1,874	1,644		1,895	6,639	5,892
Other		3,213	3,253		4,029	12,811	16,430
Total Noninterest Income		45,818	44,950		45,278	180,017	186,223
Noninterest Expense							
Salaries and Benefits		45,520	45,530		43,643	183,028	184,211
Net Occupancy		9,291	9,334		9,602	37,296	38,745
Net Equipment		4,734	4,473		4,837	18,479	18,366
Data Processing		3,823	3,665		3,827	14,979	13,840
Professional Fees		3,086	1,835		2,669	9,794	9,405
FDIC Insurance		2,055	1,750		1,954	7,936	7,765
Other		12,731	14,443		15,892	55,387	58,637
Total Noninterest Expense		81,240	81,030		82,424	326,899	330,969
Income Before Provision for Income Taxes		61,210	61,964		54,974	237,638	214,161
Provision for Income Taxes		20,019	20,195		15,919	74,596	63,659
Net Income	\$	41,191	\$ 41,769	\$	39,055	\$ 163,042 \$	150,502
Basic Earnings Per Share	\$	0.95	\$ 0.95	\$	0.88	\$ 3.71 \$	3.39
Diluted Earnings Per Share	\$	0.94			0.88	\$ 3.69 \$	3.38
Dividends Declared Per Share	\$	0.45			0.45	\$ 1.80 \$	1.80
Basic Weighted Average Shares		43,499,627	43,859,396		44,223,281	43,899,208	44,380,948
Diluted Weighted Average Shares		43,758,873	44,088,553		44,496,313	44,125,456	44,572,725
Brace Weighted Average oridies		75,750,075	77,000,333		77,70,313	77,123,730	77,372,723

Consolidated Statements of Comprehensive Income

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		Three Months Ended					Year Ended				
	December 31,			September 30,		December 31,		December 31,			
(dollars in thousands)		2014		2014		2013		2014	2013		
Net Income	\$	41,191	\$	41,769	\$	39,055	\$	163,042 \$	150,502		
Other Comprehensive Income (Loss), Net of Tax:											
Net Unrealized Gains (Losses) on Investment Securities		1,567		403		(6,006)		16,858	(69,206)		
Defined Benefit Plans		(12,190)	1	157		7,694		(11,721)	8,175		
Total Other Comprehensive Income (Loss)		(10,623)		560		1,688		5,137	(61,031)		
Comprehensive Income	\$	30,568	\$	42,329	\$	40,743	\$	168,179 \$	89,471		

Consolidated Statements of Condition Table 5

Consolidated Statements of Condition				Table 5
		December 31,	September 30,	December 31,
(dollars in thousands)		2014	2014	2013
Assets				
Interest-Bearing Deposits in Other Banks	\$	2,873 \$	3,883 \$	3,617
Funds Sold		360,577	377,303	271,414
Investment Securities				
Available-for-Sale		2,289,190	2,220,913	2,243,697
Held-to-Maturity (Fair Value of \$4,504,495; \$4,576,396; and \$4,697,587)		4,466,679	4,557,614	4,744,519
Loans Held for Sale		5,136	2,382	6,435
Loans and Leases		6,897,589	6,606,350	6,095,387
Allowance for Loan and Lease Losses		(108,688)	(110,362)	(115,454)
Net Loans and Leases		6,788,901	6,495,988	5,979,933
Total Earning Assets		13,913,356	13,658,083	13,249,615
Cash and Due from Banks		172,126	172,386	188,715
Premises and Equipment, Net		109,854	107,560	108,636
Accrued Interest Receivable		44,654	46,641	43,930
Foreclosed Real Estate		2,311	3,562	3,205
Mortgage Servicing Rights		24,695	25,559	28,123
Goodwill		31,517	31,517	31,517
Bank-Owned Life Insurance		262,807	261,862	223,246
Other Assets		225,888	202,996	207,293
Total Assets	\$	14,787,208 \$	14,510,166 \$	14,084,280
Liabilities				
Deposits				
Noninterest-Bearing Demand	\$	3,832,943 \$	3,824,544 \$	3,681,128
Interest-Bearing Demand	Ψ	2,559,570	2,369,434	2,355,608
Savings		4,806,575	4,738,364	4,560,150
Time		1,434,001	1,429,099	1,317,770
Total Deposits		12,633,089	12,361,441	11,914,656
Funds Purchased		8,459	8,459	9,982
Securities Sold Under Agreements to Repurchase		688,601	700,203	770,049
Long-Term Debt		173,912	173,926	174,706
Retirement Benefits Payable		55,477	35,152	34,965
Accrued Interest Payable		5,148	6,086	4,871
Taxes Payable and Deferred Taxes		27,777	42,468	34,907
Other Liabilities		139,659	125,018	128,168
Total Liabilities		13,732,122	13,452,753	13,072,304
Shareholders' Equity				
Common Stock (\$.01 par value; authorized 500,000,000 shares;				
issued / outstanding: December 31, 2014 - 57,634,755 / 43,724,208;				
September 30, 2014 - 57,633,855 / 43,993,729;				
and December 31, 2013 - 57,480,846 / 44,490,385)		574	573	572
Capital Surplus		531,932	529,530	522,505
Accumulated Other Comprehensive Loss		(26,686)	(16,063)	(31,823)
Retained Earnings		1,234,801	1,213,339	1,151,754
		1,25 1,001	1,213,337	1,151,754
Treasury Stock, at Cost (Shares: December 31, 2014 - 13,910,547;		(60F 52F)	(660.066)	((21,022)
September 30, 2014 - 13,640,126; and December 31, 2013 - 12,990,461) Total Shareholders' Equity		(685,535)	(669,966)	(631,032)
* *	d	1,055,086	1,057,413	1,011,976
Total Liabilities and Shareholders' Equity	\$	14,787,208 \$	14,510,166 \$	14,084,280

Consolidated Statements of Shareholders' Equity

Consolidated Statements of Shareholders' Eq	uity						Table 6
				Accum.			
				Other			
				Compre-			
				hensive			
	Common Shares	Common	Capital	Income	Retained	Treasury	
(dollars in thousands)	Outstanding	Stock	Surplus	(Loss)	Earnings	Stock	Total
Balance as of December 31, 2012	44,754,835 \$	571 \$	515,619 \$	29,208 \$	1,084,477 \$	(608,210) \$	1,021,665
Net Income	_	_	_	_	150,502	_	150,502
Other Comprehensive Loss	_	_	_	(61,031)	_	_	(61,031)
Share-Based Compensation	_	_	5,546	_	_	_	5,546
Common Stock Issued under Purchase and Equity							
Compensation Plans and Related Tax Benefits	505,691	1	1,340	_	(2,691)	16,833	15,483
Common Stock Repurchased	(770,141)	_	_	_	_	(39,655)	(39,655)
Cash Dividends Declared (\$1.80 per share)	_	_	_	_	(80,534)	_	(80,534)
Balance as of December 31, 2013	44,490,385 \$	572 \$	522,505 \$	(31,823) \$	1,151,754 \$	(631,032) \$	1,011,976
Net Income	_	_	_	_	163,042	_	163,042
Other Comprehensive Income	_	_	_	5,137			5,137
Share-Based Compensation	_	_	7,870	_	_	_	7,870
Common Stock Issued under Purchase and Equity							
Compensation Plans and Related Tax Benefits	345,278	2	1,557	_	(335)	9,543	10,767
Common Stock Repurchased	(1,111,455)	_	_	_	_	(64,046)	(64,046)
Cash Dividends Declared (\$1.80 per share)	_	_	_	_	(79,660)	_	(79,660)
Balance as of December 31, 2014	43,724,208 \$	574 \$	531,932 \$	(26,686) \$	1,234,801 \$	(685,535) \$	1,055,086

	Three	Months Ended	l		Three Months Ended				Three Months Ended					
	Decer	nber 31, 2014			Septer	nber 30, 2014			Dece	mber 31, 2013				
	Average	Income/	Yield/	A	Average	Income/	Yield/		Average	Income/	Yield/			
(dollars in millions)	Balance	Expense	Rate	I	Balance	Expense	Rate		Balance	Expense	Rate			
Earning Assets														
Interest-Bearing Deposits in Other Banks	\$ 3.4 \$	_	0.24 %	s - S	4.1 \$	_	0.24	% \$	3.2	S —	0.42 %			
Funds Sold	358.8	0.2	0.21		326.2	0.2	0.21		222.8	0.1	0.18			
Investment Securities														
Available-for-Sale														
Taxable	1,563.9	7	1.78		1,508.0	6.6	1.75		1,654.6	7.3	1.77			
Non-Taxable	715.1	5.8	3.24		704.0	5.7	3.22		620.2	5.1	3.26			
Held-to-Maturity														
Taxable	4,256.3	23.3	2.19		4,390.2	24.4	2.23		4,399.9	25.2	2.29			
Non-Taxable	250.0	2.5	3.95		250.9	2.5	3.95		253.5	2.5	3.97			
Total Investment Securities	6,785.3	38.6	2.27		6,853.1	39.2	2.29		6,928.2	40.1	2.32			
Loans Held for Sale	2.8	_	3.92		2.0	_	4.03		7.8	0.1	5.07			
Loans and Leases 1														
Commercial and Industrial	1,025.3	8.5	3.30		980.8	8.9	3.61		906.3	7.8	3.42			
Commercial Mortgage	1,421.3	13.9	3.87		1,350.6	13.3	3.89		1,237.0	12.4	3.97			
Construction	110.4	1.2	4.52		126.2	1.3	4.20		115.2	1.3	4.63			
Commercial Lease Financing	228.7	1.9	3.41		235.1	2.0	3.33		255.6	1.4	2.14			
Residential Mortgage	2,501.8	26.5	4.24		2,396.7	25.3	4.22		2,284.4	24.8	4.35			
Home Equity	850.5	8.2	3.82		823.3	8.1	3.92		767.7	7.8	4.04			
Automobile	314.0	4.2	5.29		296.6	4.0	5.29		248.9	3.4	5.39			
Other ²	294.3	5.5	7.37		279.5	5.2	7.45		238.5	4.9	8.08			
Total Loans and Leases	6,746.3	69.9	4.13		6,488.8	68.1	4.18		6,053.6	63.8	4.19			
Other	68.7	0.3	1.76		71.4	0.3	1.69		77.5	0.3	1.55			
Total Earning Assets ³	13,965.3	109	3.11	1	3,745.6	107.8	3.13		13,293.1	104.4	3.13			
Cash and Due from Banks	140.2	107	3.11		152.4	107.0	5.15		136.8	104.4	3.13			
Other Assets	498.0				474.4				435.0					
Total Assets	\$ 14,603.5			\$ 1	4,372.4			\$	13,864.9					
Total Assets	Ţ 1,000.D				1,5 / 2.1				13,0013					
Interest-Bearing Liabilities														
Interest-Bearing Deposits														
	\$ 2,459.0	0.2	0.03	e	2.417.4	0.2	0.03	\$	2 245 5	0.1	0.03			
Demand		0.2			2,417.4	0.2		Þ	2,245.5	0.1				
Savings	4,720.7	1.0	0.09		4,591.4	1.0	0.09		4,499.5	1.0	0.09			
Time	1,480.5	1.2	0.32		1,440.1	1.2	0.34		1,331.2	1.3	0.38			
Total Interest-Bearing Deposits	8,660.2	2.4	0.11		8,448.9	2.4	0.11		8,076.2	2.4	0.12			
Short-Term Borrowings Securities Sold Under Agreements to	8.5	_	0.14		9.3	_	0.14		28.3	_	0.15			
Repurchase	693.2	6.5	3.68		715.6	6.5	3.57		832.6	6.6	3.07			
Long-Term Debt	173.9	0.6	1.43		173.8	0.6	1.44		174.7	0.6	1.44			
Total Interest-Bearing Liabilities	9,535.8	9.5	0.39		9,347.6	9.5	0.40		9,111.8	9.6	0.41			
Net Interest Income	<u>s</u>	99.5			\$	98.3			<u>:</u>	94.8				
Interest Rate Spread	_		2.72 %	,			2.73	%	_		2.72 %			
Net Interest Margin			2.84 %				2.85	%			2.85 %			
Noninterest-Bearing Demand Deposits	3,775.5				3,751.8				3,495.7					
Troninterest Bearing Demand Deposits														
Other Liabilities	230.3				208.4				248.6					
	230.3 1,061.9				208.4 1,064.6				248.6 1,008.8					

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 \$2,908,000, \$2,873,000, and \$2,696,000 for the three months ended

			ar Ended				ar Ended	
	-		ber 31, 2014	Yield/			ber 31, 2013 Income/	Yield/
(dollars in millions)		Average Balance	Income/ Expense	Rate		Average Balance	Expense	Rate
Earning Assets		Dumite	Lapense	Rute		Dumite	Lapense	Rute
Interest-Bearing Deposits in Other Banks	\$	4.3 \$	_	0.21 %	\$	4.0 \$	_	0.26
Funds Sold		316.2	0.7	0.21	•	221.2	0.4	0.19
Investment Securities								
Available-for-Sale								
Taxable		1,536.5	27.7	1.80		2,138.3	38.7	1.81
Non-Taxable		699.6	22.7	3.24		684.2	22.9	3.35
Held-to-Maturity								
Taxable		4,412.5	99.4	2.25		3,955.8	86.7	2.19
Non-Taxable		251.3	10.0	3.95		130.8	5.1	3.94
Total Investment Securities		6,899.9	159.8	2.32		6,909.1	153.4	2.22
Loans Held for Sale		3.2	0.1	4.31		16.4	0.7	4.18
Loans and Leases 1		3.2	V.1			10.1	0.7	1.10
Commercial and Industrial		970.3	33.3	3.43		865.8	30.9	3.57
Commercial Mortgage		1,331.5	52.5	3.94		1,152.9	46.9	4.06
Construction		109.4	4.8	4.40		114.6	5.4	4.75
Commercial Lease Financing		237.6	7.0	2.96		261.6	6.0	2.31
Residential Mortgage		2,377.9	101.6	4.27		2,275.8	101.7	4.47
Home Equity		815.6	31.9	3.91		761.5	31.4	4.12
Automobile		288.8	15.4	5.32		232.3	12.7	5.48
Other ²		274.3	20.8	7.58		219.2	18.0	8.21
Total Loans and Leases		6,405.4	267.3	4.17		5,883.7	253.0	4.30
Other		72.7	1.2	1.66		78.3	1.2	1.50
Total Earning Assets ³		13,701.7	429.1	3.13		13,112.7	408.7	3.12
Cash and Due from Banks		143.4	127.1	3.13		138.9	100.7	3.12
Other Assets		472.4				440.5		
Total Assets	\$	14,317.5			\$	13,692.1		
Total Assets	Ψ	11,51710			=	15,072.1		
Interest-Bearing Liabilities								
Interest-Bearing Deposits								
Demand Demand	\$	2,390.8	0.7	0.03	\$	2,140.5	0.6	0.03
Savings	Ψ	4,592.6	3.9	0.09	Ψ	4,461.4	3.9	0.09
Time		1,450.3	4.9	0.34		1,406.2	5.6	0.40
Fotal Interest-Bearing Deposits		8,433.7	9.5	0.11		8,008.1	10.1	0.13
Short-Term Borrowings		9.3		0.11		31.7		0.15
Securities Sold Under Agreements to Repurchase		747.9	25.9	3.46		809.4	26.9	3.32
Long-Term Debt		174.4	2.6	1.45		171.0	2.6	1.50
Total Interest-Bearing Liabilities		9,365.3	38.0	0.41		9,020.2	39.6	0.44
-		9,363.3	391.1	0.41		\$,020.2	369.1	0.44
Net Interest Income		3	371.1	0.70 01		3	307.1	2.60
Interest Rate Spread Net Interest Margin				2.72 %				2.68
Noninterest-Bearing Demand Deposits		3,688.4		2.03 70		3,388.7		2.01
Other Liabilities		211.6				264.9		
Shareholders' Equity		1,052.2				1,018.3		
Total Liabilities and Shareholders' Equity	\$	14,317.5			\$	13,692.1		

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 \$11,479,000 and \$10,194,000 for the years ended December 31, 2014 and December 31, 2013, respectively.

	Three Months Er	nded December 31, 2014	
	Compared to	September 30, 2014	
(dollars in millions)	 Volume 1	Rate 1	Total
Change in Interest Income:			
Investment Securities			
Available-for-Sale			
Taxable	\$ 0.2 \$	0.2 \$	0.4
Non-Taxable	0.1	_	0.1
Held-to-Maturity			
Taxable	(0.7)	(0.4)	(1.1)
Total Investment Securities	(0.4)	(0.2)	(0.6)
Loans and Leases			
Commercial and Industrial	0.4	(0.8)	(0.4)
Commercial Mortgage	0.7	(0.1)	0.6
Construction	(0.2)	0.1	(0.1)
Commercial Lease Financing	(0.1)	_	(0.1)
Residential Mortgage	1.1	0.1	1.2
Home Equity	0.3	(0.2)	0.1
Automobile	0.2	_	0.2
Other 2	0.3	_	0.3
Total Loans and Leases	2.7	(0.9)	1.8
Total Change in Interest Income	2.3	(1.1)	1.2
Change in Interest Expense:			
Interest-Bearing Deposits			
Time	0.1	(0.1)	_
Total Interest-Bearing Deposits	0.1	(0.1)	
Securities Sold Under Agreements to Repurchase	(0.2)	0.2	_
Total Change in Interest Expense	(0.1)	0.1	
	(0.2)	V	
Change in Net Interest Income	\$ 2.4 \$	(1.2) \$	1.2

¹ The change in interest income and expense not solely due to changes in volume or rate has been allocated on a pro-rata basis to the volume and rate columns.

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

Table 8b

Analysis of Change in 14ct interest income - 1 axabic-Equiv	arent Dasis			1 abic ob
		Three Months E	nded December 31, 2014	
		Compared t	o December 31, 2013	
(dollars in millions)		Volume 1	Rate 1	Total
Change in Interest Income:				
Funds Sold	\$	0.1 \$	— \$	0.1
Investment Securities				
Available-for-Sale				
Taxable		(0.4)	0.1	(0.3)
Non-Taxable		0.7	_	0.7
Held-to-Maturity				
Taxable		(0.8)	(1.1)	(1.9)
Total Investment Securities		(0.5)	(1.0)	(1.5)
Loans Held for Sale		(0.1)	_	(0.1)
Loans and Leases				
Commercial and Industrial		1.0	(0.3)	0.7
Commercial Mortgage		1.8	(0.3)	1.5
Construction		(0.1)	_	(0.1)
Commercial Lease Financing		(0.2)	0.7	0.5
Residential Mortgage		2.3	(0.6)	1.7
Home Equity		0.8	(0.4)	0.4
Automobile		0.9	(0.1)	0.8
Other 2		1.1	(0.5)	0.6
Total Loans and Leases		7.6	(1.5)	6.1
Total Change in Interest Income		7.1	(2.5)	4.6
Change in Interest Expense:				
Interest-Bearing Deposits				
Demand		0.1	_	0.1
Time		0.1	(0.2)	(0.1)
Total Interest-Bearing Deposits		0.2	(0.2)	(0.1)
Securities Sold Under Agreements to Repurchase		(1.2)	1.1	(0.1)
Total Change in Interest Expense		(1.0)	0.9	(0.1)
Actai Change in Interest Expense		(1.0)	0.9	(0.1)
Change in Net Interest Income	\$	8.1 \$	(3.4) \$	4.7

¹ The change in interest income and expense not solely due to changes in volume or rate has been allocated on a pro-rata basis to the volume and rate columns.

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

Analysis of Change in Net Interest Income - Taxable-Equivalent Basis

		December 31, 2014	
	 	o December 31, 2013	
(dollars in millions)	Volume 1	Rate 1	Total
Change in Interest Income:			
Funds Sold	\$ 0.2 \$	0.1 \$	0.3
Investment Securities			
Available-for-Sale			
Taxable	(10.9)	(0.1)	(11.0
Non-Taxable	0.6	(0.8)	(0.2
Held-to-Maturity			
Taxable	10.2	2.5	12.7
Non-Taxable	4.9	-	4.9
Total Investment Securities	4.8	1.6	6.4
Loans Held for Sale	(0.6)	_	(0.6
Loans and Leases			
Commercial and Industrial	3.6	(1.2)	2.4
Commercial Mortgage	7.0	(1.4)	5.6
Construction	(0.2)	(0.4)	(0.6
Commercial Lease Financing	(0.6)	1.6	1.0
Residential Mortgage	4.4	(4.5)	(0.1
Home Equity	2.2	(1.7)	0.5
Automobile	3.0	(0.3)	2.7
Other 2	4.3	(1.5)	2.8
Total Loans and Leases	23.7	(9.4)	14.3
Other	(0.1)	0.1	_
Total Change in Interest Income	28.0	(7.6)	20.4
Change in Interest Expense:			
Interest-Bearing Deposits			
Demand	0.1	_	0.1
Savings	0.1	(0.1)	_
Time	0.2	(0.9)	(0.7
Total Interest-Bearing Deposits	0.4	(1.0)	(0.6
Securities Sold Under Agreements to Repurchase	(2.1)	1.1	(1.0
Long-Term Debt	0.1	(0.1)	
Total Change in Interest Expense	(1.6)	_	(1.6
Change in Net Interest Income	\$ 29.6 \$	(7.6) \$	22.0

¹ The change in interest income and expense not solely due to changes in volume or rate has been allocated on a pro-rata basis to the volume and rate columns.

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

Salaries and Benefits Table 9

	Т	Three Months Ended	Year Ended				
	December 31,	September 30,	December 31,	December 31,			
(dollars in thousands)	2014	2014	2013	2014	2013		
Salaries	\$ 28,751 \$	28,990 \$	28,636	\$ 114,199 \$	115,389		
Incentive Compensation	4,639	4,242	4,681	17,471	16,568		
Share-Based Compensation	2,342	2,226	1,158	8,808	4,932		
Commission Expense	1,383	1,283	1,222	4,831	6,874		
Retirement and Other Benefits	3,947	4,056	3,183	16,800	15,289		
Payroll Taxes	2,007	2,162	2,091	9,916	11,242		
Medical, Dental, and Life Insurance	2,653	2,557	2,278	10,555	9,431		
Separation Expense	(202)	14	394	448	4,486		
Total Salaries and Benefits	\$ 45,520 \$	45,530 \$	43,643	\$ 183,028 \$	184,211		

Loan and Lease Portfolio Balances Table 10

Loan and Lease I of fiolio Dalances					Table 10
	December 31,	September 30,	June 30,	March 31,	December 31,
(dollars in thousands)	2014	2014	2014	2014	2013
Commercial					
Commercial and Industrial	\$ 1,055,243 \$	991,157 \$	988,940 \$	955,599 \$	911,367
Commercial Mortgage	1,437,513	1,373,289	1,345,549	1,284,181	1,247,510
Construction	109,183	132,097	121,434	91,452	107,349
Lease Financing	226,189	232,381	237,585	240,931	262,207
Total Commercial	2,828,128	2,728,924	2,693,508	2,572,163	2,528,433
Consumer					
Residential Mortgage	2,571,090	2,444,989	2,355,085	2,305,153	2,282,894
Home Equity	866,688	838,206	811,180	797,341	773,385
Automobile	323,848	306,003	287,794	273,553	255,986
Other 1	307,835	288,228	278,786	261,647	254,689
Total Consumer	4,069,461	3,877,426	3,732,845	3,637,694	3,566,954
Total Loans and Leases	\$ 6,897,589 \$	6,606,350 \$	6,426,353 \$	6,209,857 \$	6,095,387

Higher Risk Loans and Leases Outstanding

	December 31,	September 30,	June 30,	March 31,	December 31,
(dollars in thousands)	2014	2014	2014	2014	2013
Residential Land Loans 2	\$ 8,565	\$ 9,117	\$ 10,016	\$ 11,086	\$ 11,922
Home Equity Loans 3	11,128	9,914	11,307	11,846	12,594
Air Transportation Leases 4	16,752	21,668	24,917	24,969	26,152
Total Higher Risk Loans and Leases	\$ 36,445	\$ 40,699	\$ 46,240	\$ 47,901	\$ 50,668

- 1 Comprised of other revolving credit, installment, and lease financing.
- ² 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.
- 3 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%.
- 4 We consider all of our air transportation leases to be of higher risk due to the weak financial profile of the industry.

Depos	its
-------	-----

	December 31,	September 30,	June 30,	March 31,	December 31,
(dollars in thousands)	2014	2014	2014	2014	2013
Consumer	\$ 6,092,929 \$	5,972,435 \$	5,938,123 \$	5,960,485 \$	5,829,352
Commercial	5,163,352	5,070,080	5,207,026	4,742,308	4,814,076
Public and Other	1,376,808	1,318,926	1,524,885	1,341,680	1,271,228
Total Deposits	\$ 12,633,089 \$	12,361,441 \$	12,670,034 \$	12,044,473 \$	11,914,656

Non-Performing Assets and Accruing Loans and Leases Pas	t Duc 70 D	ays of More							Table 11
(dollars in thousands)		December 31, 2014		September 30, 2014	Ju	ne 30, 2014		March 31, 2014	December 31, 2013
Non-Performing Assets									
Non-Accrual Loans and Leases									
Commercial									
Commercial and Industrial	\$	9,088	\$	8,952	\$	10,437	\$	11,239	\$ 11,929
Commercial Mortgage		745		1,366		1,403		1,421	2,512
Total Commercial		9,833		10,318		11,840		12,660	14,441
Consumer		-,,,,,				,		,	
Residential Mortgage		14,841		16,756		15,818		19,003	20,264
Home Equity		3,097		2,671		2,787		1,935	1,740
Total Consumer		•		· · · · · · · · · · · · · · · · · · ·				•	
Total Non-Accrual Loans and Leases		17,938 27,771		19,427 29,745		18,605 30,445		20,938 33,598	22,004 36,445
Foreclosed Real Estate		2,311		3,562		3,944		3,450	3,205
Total Non-Performing Assets	\$	30,082	\$	33,307	\$	34,389	\$	37,048	
Accruing Loans and Leases Past Due 90 Days or More									
Commercial									
Commercial and Industrial	\$	2	\$	14	\$	_	\$	150	\$ 1,173
Total Commercial		2		14		_		150	1,173
Consumer									
Residential Mortgage		4,506		4,819		6,082		5,729	4,564
Home Equity		2,596		2,816		2,505		2,845	3,009
Automobile		616		612		236		346	322
Other 1		941		842		844		644	790
Total Consumer		8,659		9,089		9,667		9,564	8,685
Total Accruing Loans and Leases Past Due 90 Days or More	\$	8,661	\$	9,103	\$	9,667	\$	9,714	\$ 9,858
Restructured Loans on Accrual Status									
and Not Past Due 90 Days or More	\$	45,474	\$	45,169	\$	43,625	\$	44,473	\$ 51,123
Total Loans and Leases	\$	6,897,589	\$	6,606,350	\$ 6,4	26,353	\$	6,209,857	\$ 6,095,387
Ratio of Non-Accrual Loans and Leases to Total Loans and Leases		0.40%	6	0.45%	6	0.479	⁄o	0.54%	0.60
Ratio of Non-Performing Assets to Total Loans and Leases									
and Foreclosed Real Estate		0.44%	6	0.50%	6	0.53%	%	0.60%	0.65
Ratio of Commercial Non-Performing Assets to Total Commercial Loans									
and Leases and Commercial Foreclosed Real Estate		0.38%	6	0.42%	6	0.489	6	0.53%	0.61
Ratio of Consumer Non-Performing Assets to Total Consumer Loans									
and Leases and Consumer Foreclosed Real Estate		0.47%	6	0.56%	6	0.579	%	0.64%	0.68
Ratio of Non-Performing Assets and Accruing Loans and Leases									
Past Due 90 Days or More to Total Loans and Leases									
and Foreclosed Real Estate		0.56%	6	0.64%	6	0.69%	%	0.75%	0.81
Quarter to Quarter Changes in Non-Performing Assets									
Balance at Beginning of Quarter	\$	33,307	\$	34,389	\$	37,048	\$	39,650	\$ 33,832
Additions		1,885		2,565		2,798		2,491	13,040
Reductions									
Payments		(1,822)		(2,381)		(2,753)		(1,855)	(932
Return to Accrual Status		(1,291)		(704)		(904)		(1,864)	(2,308
Sales of Foreclosed Real Estate		(1,480)		(449)		(1,782)		(737)	(1,431
Charge-offs/Write-downs		(517)		(113)		(18)		(637)	(2,551
Total Reductions		(5,110)		(3,647)		(5,457)		(5,093)	(7,222
Balance at End of Quarter	\$	30,082	\$	33,307	\$	34,389	\$	37,048	\$ 39,650

 $^{^{\}rm 1}$ Comprised of other revolving credit, installment, and lease financing.

Reserve for Credit Losses Table 12

			Three	Months Ended	l		Year Ended			
	I	December 31,	Se	ptember 30,	D	ecember 31,		December 31	ber 31,	
(dollars in thousands)		2014		2014		2013		2014	2013	
Balance at Beginning of Period	\$	116,249	\$	119,725	\$	129,747	\$	121,521 \$	134,276	
Loans and Leases Charged-Off										
Commercial										
Commercial and Industrial		(205)		(229)		(6,828)		(2,002)	(8,083)	
Lease Financing		_		_		_		(66)	(16)	
Consumer										
Residential Mortgage		(97)		(22)		(185)		(771)	(2,013)	
Home Equity		(293)		(475)		(721)		(1,672)	(5,220)	
Automobile		(1,376)		(957)		(670)		(3,961)	(2,131)	
Other ¹		(1,772)		(1,978)		(2,039)		(6,967)	(7,657)	
Total Loans and Leases Charged-Off		(3,743)		(3,661)		(10,443)		(15,439)	(25, 120)	
Recoveries on Loans and Leases Previously Charged-Off										
Commercial										
Commercial and Industrial		396		1,177		308		4,625	1,681	
Commercial Mortgage		14		14		14		57	557	
Construction		8		8		8		29	365	
Lease Financing		4		3		8		10	41	
Consumer										
Residential Mortgage		542		299		828		3,448	3,540	
Home Equity		204		531		246		1,637	1,943	
Automobile		467		322		363		1,577	1,628	
Other 1		434		496		442		2,154	1,962	
Total Recoveries on Loans and Leases Previously Charged-Off		2,069		2,850		2,217		13,537	11,717	
Net Loans and Leases Charged-Off		(1,674)		(811)		(8,226)		(1,902)	(13,403)	
Provision for Credit Losses		_		(2,665)		_		(4,864)	_	
Provision for Unfunded Commitments		_		_		_		(180)	648	
Balance at End of Period 2	\$	114,575	\$	116,249	\$	121,521	\$	114,575 \$	121,521	
Components										
Allowance for Loan and Lease Losses	\$	108,688	\$	110,362	\$	115,454	\$	108,688 \$	115,454	
Reserve for Unfunded Commitments		5,887		5,887		6,067		5,887	6,067	
Total Reserve for Credit Losses	\$	114,575	\$	116,249	\$	121,521	\$	114,575 \$	121,521	
Average Loans and Leases Outstanding	\$	6,746,332	\$	6,488,780	s	6,053,607	\$	6,405,431 \$	5,883,686	
	<u> </u>	0,7.10,332	Ψ	0,100,700	Ψ	0,000,007	Ψ	σ,.ου,.υτ ψ	2,002,000	
Ratio of Net Loans and Leases Charged-Off to										
		0.10%	/.	0.05%	/.	0.54%		0.03%	0.23%	
Average Loans and Leases Outstanding (annualized) Ratio of Allowance for Loan and Lease Losses to Loans		0.10%	0	0.05%	0	0.34%		0.03%	0.23%	
and Leases Outstanding		1.58%	6	1.67%	6	1.89%		1.58%	1.89%	

 $^{^{1}\,}$ Comprised of other revolving credit, installment, and lease financing.

 $Consolidated\ Statements\ of\ Condition.$

 $^{{}^2\} Included\ in\ this\ analysis\ is\ activity\ related\ to\ the\ Company's\ reserve\ for\ unfunded\ commitments, which is\ separately\ recorded\ in\ other\ liabilities\ in\ the$

Business Segments Selected Financial Information

Income Before Provision for Income Taxes

Total Assets as of December 31, 2014

Provision for Income Taxes

Net Income

	Retail	Commercial	Investment	Treasury	Consolidated
(dollars in thousands)	Banking	Banking	Services	and Other	Total
Three Months Ended December 31, 2014					
Net Interest Income	\$ 49,091 \$	32,445 \$	2,828 \$	12,268 \$	96,632
Provision for Credit Losses	1,888	(205)	(10)	(1,673)	_
Net Interest Income After Provision for Credit Losses	47,203	32,650	2,838	13,941	96,632
Noninterest Income	20,220	5,897	14,380	5,321	45,818
Noninterest Expense	(50,049)	(16,737)	(13,004)	(1,450)	(81,240)

21,810

(7,656)

2,749,228 \$

14,154 \$

4,214

(1,559)

2,655 \$

202,645 \$

17,812

(4,600)

7,708,784 \$

13,212 \$

17,374

(6,204)

4,126,551 \$

11,170 \$

\$

\$

Three Months Ended December 31, 2013						
Net Interest Income	\$	42,155 \$	25,647 \$	2,614 \$	21,704 \$	92,120
Provision for Credit Losses		1,790	6,419	(19)	(8,190)	_
Net Interest Income After Provision for Credit Losses		40,365	19,228	2,633	29,894	92,120
Noninterest Income		20,377	6,564	14,862	3,475	45,278
Noninterest Expense		(50,015)	(16,296)	(13,353)	(2,760)	(82,424)
Income Before Provision for Income Taxes		10,727	9,496	4,142	30,609	54,974
Provision for Income Taxes		(3,970)	(3,054)	(1,533)	(7,362)	(15,919)
Net Income	\$	6,757 \$	6,442 \$	2,609 \$	23,247 \$	39,055
Total Assets as of December 31, 2013	2	3 658 495 \$	2 426 452 \$	189 421 \$	7 809 912 \$	14 084 280

Table 13a

61,210

(20,019)

41,191

14,787,208

Business Segments Selected Financial Information

Table 13b Retail Commercial Investment Treasury Consolidated (dollars in thousands) Banking Banking Services and Other Total Year Ended December 31, 2014 Net Interest Income \$ 183,867 \$ 118,761 \$ 10,723 \$ 66,305 \$ 379,656 Provision for Credit Losses 4,783 (2,369)(313)(6,965)(4,864)Net Interest Income After Provision for Credit Losses 179,084 121,130 11,036 73,270 384,520 80,110 19,201 180,017 Noninterest Income 23,120 57,586 (197,786) (65,952)(53,846) (326,899) Noninterest Expense (9,315)Income Before Provision for Income Taxes 61,408 78,298 14,776 83,156 237,638 Provision for Income Taxes (22,221)(27,228)(5,467)(19,680)(74,596)Net Income \$ 39,187 \$ 51,070 \$ 9,309 \$ 63,476 \$ 163,042 Total Assets as of December 31, 2014 \$ 4,126,551 \$ 2,749,228 \$ 202,645 \$ 7,708,784 \$ 14,787,208 Year Ended December 31, 2013 \$ 164,597 \$ 99,623 \$ 10,552 \$ 358,907 Net Interest Income 84,135 \$ Provision for Credit Losses 8,565 4,918 (71)(13,412)Net Interest Income After Provision for Credit Losses 156,032 94,705 10,623 97,547 358,907 Noninterest Income 88,063 26,946 59,308 11,906 186,223 Noninterest Expense (200,853)(64,253)(54,307)(11,556)(330,969)Income Before Provision for Income Taxes 43,242 57,398 15,624 97,897 214,161 (16,000) Provision for Income Taxes (19,467) (5,781) (22,411)(63,659)Net Income \$ 27,242 \$ 37,931 \$ 9,843 \$ 75,486 \$ 150,502 Total Assets as of December 31, 2013 \$ 3,658,495 \$ 2,426,452 \$ 189,421 \$ 7,809,912 \$ 14,084,280

					Three !	Months Ended				
	D	ecember 31,		September 30,		June 30,		March 31,	D	ecember 31,
dollars in thousands, except per share amounts)		2014		2014		2014		2014		2013
Quarterly Operating Results										
interest Income										
Interest and Fees on Loans and Leases	\$	69,974	\$	68,089	\$	65,818	\$	63,526	\$	63,809
Income on Investment Securities										
Available-for-Sale		10,732		10,286		10,697		10,760		10,608
Held-to-Maturity		24,966		26,067		26,938		27,889		26,882
Deposits		2		3		1		3		3
Funds Sold		192		176		168		137		105
Other		303		302		302		302		302
Total Interest Income		106,169		104,923		103,924		102,617		101,709
nterest Expense										
Deposits		2,392		2,391		2,393		2,358		2,418
Securities Sold Under Agreements to Repurchase		6,520		6,523		6,465		6,397		6,530
Funds Purchased		3		3		4		3		8
Short-Term Borrowings		_		_		_		_		2
Long-Term Debt		622		627		650		626		631
Total Interest Expense		9,537		9,544		9,512		9,384		9,589
Net Interest Income		96,632		95,379		94,412		93,233		92,120
Provision for Credit Losses		_		(2,665)		(2,199)		_		_
Net Interest Income After Provision for Credit Losses		96,632		98,044		96,611		93,233		92,120
Noninterest Income										
Trust and Asset Management		12,225		11,716		12,005		11,852		12,240
Mortgage Banking		2,116		1,646		1,804		2,005		2,823
Service Charges on Deposit Accounts		9,058		9,095		8,638		8,878		9,326
Fees, Exchange, and Other Service Charges		13,702		13,390		13,370		12,939		12,670
Investment Securities Gains, Net		1,966		1,858		2,079		2,160		_
Annuity and Insurance		1,664		2,348		1,930		2,123		2,295
Bank-Owned Life Insurance		1,874		1,644		1,519		1,602		1,895
Other		3,213		3,253		3,136		3,209		4,029
Total Noninterest Income		45,818		44,950		44,481		44,768		45,278
Noninterest Expense										
Salaries and Benefits		45,520		45,530		45,081		46,897		43,643
Net Occupancy		9,291		9,334		9,254		9,417		9,602
Net Equipment		4,734		4,473		4,669		4,603		4,837
Data Processing		3,823		3,665		3,842		3,649		3,827
Professional Fees		3,086		1,835		2,613		2,260		2,669
FDIC Insurance		2,055		1,750		2,055		2,076		1,954
Other		12,731		14,443		13,568		14,645		15,892
Fotal Noninterest Expense		81,240		81,030		81,082		83,547		82,424
ncome Before Provision for Income Taxes		61,210		61,964		60,010		54,454		54,974
Provision for Income Taxes		20,019		20,195		18,520		15,862		15,919
Net Income	\$	41,191	\$	41,769	\$	41,490	\$	38,592	\$	39,055
	Ψ	71,171	Ψ	71,/02	Ψ	71,770	Ψ	20,272	Ψ	59,033
Basic Earnings Per Share	\$	0.95	\$	0.95	\$	0.94	\$	0.87	\$	0.88
Diluted Earnings Per Share	\$	0.94	\$	0.95	\$	0.94	\$	0.87	\$	0.88
Dalamas Chart Tatala										
Balance Sheet Totals		6 007 500	6	((0)(250		(426.252	_	£ 200 057	6	(005.20
oans and Leases	\$	6,897,589	\$	6,606,350	\$	6,426,353	\$	6,209,857	\$	6,095,387
Total Assets		14,787,208		14,510,166		14,844,505		14,263,118		14,084,280
								12044472		11,914,656
otal Deposits Otal Shareholders' Equity		1,055,086		12,361,441		12,670,034		12,044,473		1,011,976

Return on Average Assets	1.12 %	1.15 %	1.17 %	1.12 %	1.12 %
Return on Average Shareholders' Equity	15.39	15.57	15.87	15.15	15.36
Efficiency Ratio ¹	57.03	57.74	58.38	60.54	59.99
Net Interest Margin ²	2.84	2.85	2.86	2.87	2.85

 $^{1\} Efficiency\ ratio\ is\ defined\ as\ noninterest\ expense\ divided\ by\ total\ revenue\ (net\ interest\ income\ and\ noninterest\ income).$

² Net interest margin is defined as net interest income, on a taxable-equivalent basis, as a percentage of average earning assets.

Hawaii Economic Trends Table 15

	Eleven Months Ended			Year Ended							
(\$ in millions; jobs in thousands)	· ·	November 30, 2014			December 31	1, 2013			December 31, 2	012	
Hawaii Economic Trends											
State General Fund Revenues 1	\$	5,083.1 1.4	%	\$	5,451.3	3.7	%	\$	5,259.1	12.8	%
General Excise and Use Tax Revenue 1	\$	2,753.4 2.8	%	\$	2,907.6	2.2	%	\$	2,844.7	9.9	%
Jobs 2		642.8			623.1				619.3		

	De	December 31,			
(spot rates)	2014	2013	2012		
Unemployment ³					
Statewide, seasonally adjusted	4.0 %	4.7 %	5.1 %		
Oahu	3.4	3.8	4.2		
Island of Hawaii	4.7	5.9	6.9		
Maui	3.8	4.7	5.2		
Kauai	4.3	5.2	6.1		

	December 31,		
(percentage change, except months of inventory)	2014	2013	2012
Housing Trends (Single Family Oahu) 4			
Median Home Price	3.8 %	4.8 %	7.8 %
Home Sales Volume (units)	(0.8) %	4.6 %	6.5 %
Months of Inventory	2.6	2.7	2.5

	Monthly Visitor Arrivals,	Percentage Change	
(in thousands)	Not Seasonally Adjusted	from Previous Year	
Tourism 5			
November 30, 2014	637.7	2.2	
October 31, 2014	659.8	3.0	
September 30, 2014	622.2	4.1	
August 31, 2014	730.7	(2.4)	
July 31, 2014	772.1	1.9	
June 30, 2014	725.1	1.2	
May 31, 2014	649.1	1.8	
April 30, 2014	662.6	(0.7)	
March 31, 2014	728.8	(5.2)	
February 28, 2014	646.8	(4.3)	
January 31, 2014	682.6	0.1	
December 31, 2013	722.4	(1.9)	
November 30, 2013	624.1	(4.2)	
October 31, 2013	640.3	(0.1)	
September 30, 2013	597.7	0.5	
August 31, 2013	748.8	2.5	
July 31, 2013	758.0	4.6	
June 30, 2013	716.6	5.5	
May 31, 2013	637.5	2.4	
April 30, 2013	667.0	3.1	
March 31, 2013	769.1	7.6	
February 28, 2013	675.5	7.8	
January 31, 2013	681.9	5.9	
December 31, 2012	733.7	6.3	
November 30, 2012	651.2	14.5	

¹ Source: Hawaii Department of Business, Economic Development & Tourism

- ² Source: U. S. Bureau of Labor
- ³ Source: Hawaii Department of Labor and Industrial Relations
- $^4\,$ Source: Honolulu Board of REALTORS
- ⁵ Source: Hawaii Tourism Authority

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