

CENTRAL PACIFIC FINANCIAL CORP
 Form 4/A
 May 18, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ching Glenn

2. Issuer Name and Ticker or Trading Symbol
CENTRAL PACIFIC FINANCIAL CORP [CPF]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
220 S KING ST.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2016

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

HONOLULU, HI 92813
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
05/17/2016

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock <u>(1)</u>	05/16/2016		F	453 <u>(2)</u> D \$ 22.67	3,547	D	
Common Stock					2,485	D	
Common Stock <u>(3)</u>					2,186	D	
Common Stock <u>(4)</u>					584	D	
Common Stock <u>(5)</u>					1,926	D	

Common Stock <u>(6)</u>	6,154	D
Common Stock <u>(7)</u>	1,321	D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
Ching Glenn 220 S KING ST. HONOLULU, HI 92813	Director 10% Owner Officer Other Executive Vice President

Signatures

/s/ Stacey L. Rocha, attorney-in-fact for Mr. Ching 05/18/2016

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) RSU time-based grant 5/15/14. Outstanding balance as of 1/1/16. 5 year vesting schedule, remaining vests: 1000-5/15/16; 1000-5/15/17; 1000-5/15/18; 1000-5/15/19

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- (2) Shares used for taxes on vested shares - Corrected
- (3) RSUs performance-based, granted 2/17/15 reported at maximum number of shares to vest. Actual number of shares to vest based on performance results
- (4) RSU time-based grant 2/17/15. Outstanding balance as of 1/1/16. 3 year vesting schedule: 243-2/17/16; 242-2/17/17; 243-2/17/18
- (5) RSU time-based grant 5/2/11. Outstanding balance as of 1/1/16. 5 year vesting schedule, remaining vest: 3,710-5/2/16
- (6) 2/16/16 RSU Grant. Shares vest equally over 5 years.
- (7) 2/16/16 RSU Time-Based Grant. Shares vest equally over 3 years.

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

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