

CENTRAL PACIFIC FINANCIAL CORP

Form 4

March 10, 2017

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dean John C

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)

3. Date of Earliest Transaction

(Month/Day/Year)

03/09/2017

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Executive Chair

220 S. KING ST

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

HONOLULU, HI 96813

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/09/2017		S	120 D (A) or (D)	\$ 31.19	85,337 I	The John C Dean Rev Trust
Common Stock	03/09/2017		S	303 D (A) or (D)	\$ 31.15	85,034 I	The John C Dean Rev Trust
Common Stock	03/09/2017		S	100 D (A) or (D)	\$ 31.18	84,934 I	The John C Dean Rev Trust
Common Stock	03/09/2017		S	300 D (A) or (D)	\$ 31.21	84,634 I	The John C Dean Rev Trust
Common Stock	03/09/2017		S	200 D (A) or (D)	\$ 31.16	84,434 I	The John C Dean Rev Trust

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Common Stock	03/09/2017	S	100	D	\$ 31.27	84,334	I	The John C Dean Rev Trust
Common Stock	03/09/2017	S	176	D	\$ 31.23	84,158	I	The John C Dean Rev Trust
Common Stock	03/09/2017	S	200	D	\$ 31.2	83,958	I	The John C Dean Rev Trust
Common Stock	03/10/2017	S	100	D	\$ 31.01	83,858	I	The John C Dean Rev Trust
Common Stock	03/10/2017	S	100	D	\$ 31	83,758	I	The John C Dean Rev Trust
Common Stock						50,000	I	MSSB C/F John C. Dean Roth Converted IRA 112-156064-086
Common Stock <sup>(1)</sup>						8,122	D	
Common Stock <sup>(2)</sup>						2,341	D	
Common Stock <sup>(3)</sup>						18,268	D	
Common Stock <sup>(4)</sup>						3,439	D	

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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 Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dean John C 220 S. KING ST HONOLULU, HI 96813	X		Executive Chair	

## Signatures

/s/ Patricia Foley, attorney-in-fact for Mr. John C.  
Dean 03/10/2017

\_\_\_\_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) 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
- (2) RSUs time-based; granted 2/17/15
- (3) RSU performance-based grant 2/28/14
- (4) RSU time-based grant 2/28/14

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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