

CENTRAL PACIFIC FINANCIAL CORP

Form 4

March 15, 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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(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)

03/14/2017

☐ 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	03/14/2017		S	100 D \$ 30.31	73,965	I	The John C Dean Rev Trust
Common Stock	03/14/2017		S	100 D \$ 30.32	73,865	I	The John C Dean Rev Trust
Common Stock	03/14/2017		S	100 D \$ 30.34	73,765	I	The John C Dean Rev Trust
Common Stock	03/14/2017		S	100 D \$ 30.36	73,665	I	The John C Dean Rev Trust
Common Stock	03/14/2017		S	700 D \$ 30.41	72,965	I	The John C Dean Rev Trust

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Common Stock	03/14/2017	S	110	D	\$ 30.42	72,855	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	258	D	\$ 30.43	72,597	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	800	D	\$ 30.44	71,797	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	500	D	\$ 30.45	71,297	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	1,118	D	\$ 30.46	70,179	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	800	D	\$ 30.47	69,379	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	600	D	\$ 30.48	68,779	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	540	D	\$ 30.49	68,239	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	600	D	\$ 30.5	67,639	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	604	D	\$ 30.51	67,035	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	100	D	\$ 30.52	66,935	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	400	D	\$ 30.53	66,535	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	600	D	\$ 30.54	65,935	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	350	D	\$ 30.56	65,585	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	100	D	\$ 30.6	65,485	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	100	D	\$ 30.61	65,385	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	200	D	\$ 30.64	65,185	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	200	D	\$ 30.65	64,985	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	98	D	\$ 30.66	64,887	I	The John C Dean Rev Trust
Common Stock	03/14/2017	S	200	D	\$ 30.67	64,687	I	The John C Dean Rev Trust
						50,000	I	

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Common
Stock

MSSB C/F John
C. Dean Roth
Converted IRA
112-156064-086

Common
Stock (1)

8,122 D

Common
Stock (2)

2,341 D

Common
Stock (3)

18,268 D

Common
Stock (4)

3,439 D

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

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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

03/15/2017

__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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