

Territorial Bancorp Inc.  
Form DEFA14A  
April 19, 2013

## SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the

Securities Exchange Act of 1934

(Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

### **Territorial Bancorp Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

N/A

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(2) Aggregate number of securities to which transaction applies:

N/A

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

N/A

(4) Proposed maximum aggregate value of transaction:

N/A

(5) Total fee paid:

N/A

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

N/A

(2) Form, Schedule or Registration Statement No.:

N/A

(3) Filing Party:

N/A

(4) Date Filed:

N/A

Allan S. Kitagawa

Chairman of the Board

Chief Executive Officer

Dear Fellow Shareholder,

**Your Vote Is Important**

This year, in addition to mailing your proxy card, you will be able to vote by telephone or by the internet. The telephone number is 877-705-5110. The internet address is <http://www.rtcoproxy.com/tbnk>. We encourage you to vote **yes** on all proposals.

**As Explained In Our 2013 Proxy Statement, The Board Of Directors Recommends That You Vote For (Yes):**

**Proposal 1: Election Of Directors;**

**Proposal 2: Ratification Of Independent Registered Public Accounting Firm;**

**Proposal 3: Advisory Approval Of Our Executive Compensation.**

We would also like to take a moment to reflect on some of Territorial Bancorp Inc.'s highlights of 2012.

**Dividends and Shareholder Return**

In November of 2012, we declared a special dividend of \$0.10 per share. As a result, in 2012, we paid a total of five dividends amounting to \$0.54 per share. If you had invested \$10 per share in our IPO in July of 2009, then at December 31, 2012, your stock would have increased in value by almost 123%. If you factor in the dividends, your total return at the end of 2012 was 141%.

**Strong Financial Performance**

**Net Income:** In 2012, our net income increased by 15%.

**Total Loans:** In 2012, we set a record for dollar volume of loans originated.

**Profitability:** We were in the top 10% of our financial institution peer group for return on average assets. Our shareholders are of the utmost importance to us. We thank you for continuing to support us.

Aloha,

Allan Kitagawa  
Chairman and Chief Executive Officer

P.S. Our representative may be calling you to remind you to vote. The toll free number we will use is 800-581-3783. This is the number you will see if you have caller i.d.