

Moriwaki Lee Y
 Form 4/A
 February 09, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Moriwaki Lee Y

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 SOUTH KING ST, #870
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/17/2015

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

HONOLULU, HI 96813
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/17/2015

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--------------------------------------|
| | | | Code | V Amount or (D) Price | | | |
| Common Stock | 01/01/2018 ⁽¹⁾ | | A | 2,000 <u>(2)</u> | \$ 0 2,000 | D | |
| Common Stock | | | | | 1,360 | D | |
| Common Stock | | | | | 552 | I | Lee Moriwaki and Lori Moriwaki Joint |
| Common Stock ⁽³⁾ | | | | | 1,751 | D | |

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) Performance period end date of 12/31/17

(2) This is an amendment of the 2/17/15 filing, to report the actual # of shares (PSUs) that will vest on 2/15/18, based on the final performance results.

(3) RSU grant 11/30/12. Outstanding shares as of 2/1/15; vesting: 584 - 5/2/15; 583 - 5/2/16; 584 - 5/2/17

(4) RSU grant on 5/15/14, with 5-year vesting schedule. Shares to vest in equal increments over 5 years.

(5) RSU grant 8/31/11. Outstanding shares as of 2/1/15. Vesting: 583 - 8/31/15; 584 - 8/31/16

(6) RSUs time-based; granted 2/17/15

(7) RSU Grant 2/17/15 with 5-yr vesting schedule. Shares vest in equal increments over 5 years.

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

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