

Ngo Agnes Catherine
 Form 4
 January 03, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
 Ngo Agnes Catherine

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 STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/01/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP and CAO

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

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

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 | 01/01/2013 | | M ⁽¹⁾ | 5,229 A \$ 0 | 25,229 | I | Co-Trustee of Hines & Ngo 2000 Family Trust dtd 4/18/00 |
| Common Stock | 01/01/2013 | | M ⁽²⁾ | 1,738 A \$ 0 | 26,967 | I | Co-Trustee of Hines & Ngo 2000 Family Trust dtd 4/18/00 |
| Common Stock | | | | | 5,886 | I | CPF Foundation |

Edgar Filing: Ngo Agnes Catherine - Form 4

| | | | |
|--------------|-------|---|------------------------------|
| Common Stock | 4,627 | I | Startup Capital Ventures, LP |
| Common Stock | 3,188 | I | SVC Management Co. LLC |

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.

SEC 1474
(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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Restricted Stock Unit <u>(3)</u> | \$ 0 | 01/01/2013 | | M ⁽¹⁾ | 5,229 | 05/02/2011 01/01/2013 | Common Stock | 5,229 |
| Restricted Stock Unit | \$ 0 | 01/01/2013 | | M ⁽²⁾ | 1,738 | 01/01/2012 01/01/2013 | Common Stock | 1,738 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ngo Agnes Catherine 220 S KING STREET HONOLULU, HI 96813 | | | EVP and CAO | |

Signatures

/s/ Patricia Foley, attorney-in-fact for Ms. A.C. Ngo

01/03/2013

__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) Salary shares for each payroll period in 2011 granted and vested, but received on 1/1/2013
- (2) Salary shares for each payroll period in 2012 through 3/30/2012 granted and vested, but received on 1/1/2013
- (3) 2011 Executive Committee Equity Grant - Salary Shares.

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.