

CENTRAL PACIFIC FINANCIAL CORP
 Form 4
 May 02, 2005

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 *
KANDA NEAL

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)
2319 HALEHAKA STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/29/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President

HONOLULU, HI 96821
 (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 25,200 | D | |
| Common Stock | | | | | 17,628 | I | Central Pacific Financial 401K Plan |

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

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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 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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | Am or Nur of S |
| Stock Appreciation Right | \$ 32.6 | 04/29/2005 | | A | 7,590 | 03/15/2008 ⁽⁴⁾ 03/15/2015 | Common Stock | 7, |
| ISO | \$ 16.84 | | | | | 03/12/2003 ⁽¹⁾ 03/12/2012 | Common Stock | 16, |
| ISO | \$ 27.82 | | | | | 01/01/2004 ⁽²⁾ 01/01/2013 | Common Stock | 9, |
| NSO | \$ 27.82 | | | | | 01/01/2004 ⁽³⁾ 01/01/2013 | Common Stock | 5, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------|-------|
| | Director | 10% Owner | Officer | Other |
| KANDA NEAL 2319 HALEHAKA STREET HONOLULU, HI 96821 | | | President | |

Signatures

Dean K. Hirata,
 Attorney-in-fact
 05/02/2005

**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) Option for 16,338 shares was granted on 3/12/02. The grant is exercisable in five equal installments beginning on 3/12/03.
- (2) Option for 9,559 shares was granted on 1/1/03 of which 3,234 shares are currently exercisable, 1,617 shares become exercisable on 1/1/06, 1,617 shares become exercisable on 1/1/07, and 3,091 shares become exercisable on 1/1/08.
- (3) Option for 5,898 shares was granted on 1/1/03. The grant is exercisable in four equal installments beginning on 1/1/04.
- (4) This stock appreciation right was granted under the Central Pacific Financial Corp 2004 Stock Compensation Plan.

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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