

Section 1: 8-K (FORM 8-K)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported):
December 9, 2008



Central Pacific Financial Corp.
(Exact name of registrant as specified in its charter)

Hawaii
(State or other jurisdiction
of incorporation)

0-10777
(Commission File
Number)

99-0212597
(I.R.S. Employer
Identification No.)

220 South King Street, Honolulu, Hawaii
(Address of principal executive offices)

96813
(Zip Code)

(808) 544-0500
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

(a) On December 9, 2008, Central Pacific Financial Corp. (“CPF”) issued a press release announcing that it has received preliminary approval to participate in the Capital Purchase Program (the “Capital Purchase Program”) under which the U.S. Department of the Treasury would purchase \$135 million of senior preferred stock and \$20 million in warrants to purchase common stock issued by CPF. This press release is furnished with this report as Exhibit 99.1 and is incorporated herein by reference.

The information contained in this press release shall not be deemed filed for purposes of Section 18 of the Securities Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by reference.

(b) As of December 5, 2008, the members of the Board of Directors of Central Pacific Bank (the “Bank”), a wholly-owned subsidiary of CPF, entered into a Memorandum of Understanding with the Federal Deposit Insurance Corporation and Hawaii Division of Financial Institutions (collectively, the “Regulators”) to address certain issues raised in the Bank’s most recent regulatory examination in August, 2008. The issues required to be addressed by management include, among other matters, to review and establish more comprehensive policies and methodologies relating to the adequacy of the allowance for loan and lease losses; the re-evaluation, development and implementation of strategic and other plans; to increase the Bank’s leverage capital ratio to 9% within 120 days; and to obtain approval of the Regulators for the payment of cash dividends by the Bank to CPF. The Bank had a leverage capital ratio of 8.3% at September 30, 2008, and, as of that date, would have required approximately \$40 million in additional Tier 1 capital to satisfy the 9% requirement. The capital to be received from the Capital Purchase Program will help satisfy the 9% requirement.

The Board and management are committed to addressing and resolving these issues on a timely basis. Since completion of the regulatory examination, actions have already commenced to comply with many of these requirements, including working to improve our internal allowance for loan and lease losses policies and procedures and refining our strategic planning efforts.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated December 9, 2008, of Central Pacific Financial Corp.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Central Pacific Financial Corp.
(Registrant)

Date: December 9, 2008

By: /s/ Dean K. Hirata
Dean K. Hirata
Vice Chairman and Chief Financial Officer

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated December 9, 2008, of Central Pacific Financial Corp.

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Section 2: EX-99.1 (EXHIBIT 99.1)



CENTRAL PACIFIC FINANCIAL CORP

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NEWS RELEASE

CENTRAL PACIFIC FINANCIAL CORP. TO RECEIVE \$135 MILLION THROUGH U.S. TREASURY CAPITAL PURCHASE PROGRAM Also Announces Memorandum of Understanding

HONOLULU, December 9, 2008– Central Pacific Financial Corp. (NYSE: CPF) (“Central Pacific”) today announced that it has received preliminary approval to participate in the U.S. Treasury Department’s Capital Purchase Program. As a participant, Central Pacific plans to issue \$135 million in senior preferred stock, with related warrants to purchase up to \$20 million in common stock, to the U.S. Treasury. The anticipated sale of the preferred stock and warrants is expected to close within 30 days and is contingent upon completion of standard closing documents.

“We are pleased to participate in the efforts of the U.S. Treasury Department to stabilize financial markets and support the safety and soundness of the nation’s financial institutions,” said Ronald K. Migita, Chairman, President and CEO. “This capital will further strengthen the fundamentals of our bank and provide additional resources to support our commercial and retail customers here in Hawaii.”

Central Pacific also announced today that its subsidiary, Central Pacific Bank (the “Bank”), has entered into a Memorandum of Understanding (the “MOU”) with the Federal Deposit Insurance Corporation and Hawaii Division of Financial Institutions (collectively, the “Regulators”). The MOU requires, among other matters, for management to increase the Bank’s leverage capital ratio to 9% within 120 days and to obtain approval of the Regulators for the payment of cash dividends by the Bank to Central Pacific. CPF’s participation in the Capital Purchase Program will help the Bank to satisfy the capital requirements referenced in the MOU.

“Importantly, the MOU does not affect our day to day relationship with our customers,” said Migita. “The Bank’s Board and management have been working on addressing and resolving the MOU issues.”

About Central Pacific Financial Corp.

Central Pacific Financial Corp. is one of the largest financial institutions in Hawaii with more than \$5.5 billion in assets. Central Pacific Bank, its primary subsidiary, operates 39 branches and more than 95 ATMs throughout Hawaii. For additional information, please visit the Company’s website at <http://www.centralpacificbank.com>.



Member FDIC

Forward-Looking Statements

This document may contain forward-looking statements concerning projections of revenues, income, earnings per share, capital expenditures, dividends, capital structure, or other financial items, concerning plans and objectives of management for future operations, concerning future economic performance, or concerning any of the assumptions underlying or relating to any of the foregoing. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts, and may include the words “believes”, “plans”, “intends”, “expects”, “anticipates”, “forecasts” or words of similar meaning. While we believe that our forward-looking statements and the assumptions underlying them are reasonably based, such statements and assumptions are by their nature subject to risks and uncertainties, and thus could later prove to be inaccurate or incorrect. Accordingly, actual results could materially differ from projections for a variety of reasons, to include, but not limited to: the impact of local, national, and international economies and events, including natural disasters, on the Company’s business and operations and on tourism, the military, and other major industries operating within the Hawaii market and any other markets in which the Company does business; the impact of legislation affecting the banking industry including the Emergency Economic Stabilization Act of 2008; the impact of competitive products, services, pricing, and other competitive forces; movements in interest rates; loan delinquency rates and changes in asset quality generally; the price of the Company’s stock; and volatility in the financial markets and uncertainties concerning the availability of debt or equity financing. For further information on factors that could cause actual results to materially differ from projections, please see the Company’s publicly available Securities and Exchange Commission filings, including the Company’s Form 10-K for the last fiscal year and subsequent Form 10-Q’s. The Company does not update any of its forward-looking statements.

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