





Item 5.03 Amendments to Articles of Incorporation or Bylaws.

On October 19, 2018, the Bank of Hawaii Corporation's (the "Company") Board of Directors (the "Board") approved an amendment to the Company's Amended and Restated By-Laws (as amended, the "By-Laws") to adopt an exclusive forum bylaw provision designating the courts of Delaware as the sole permissible venues for most shareholder class and derivative litigation against the Company or its directors under Section 8.1 of the By-Laws. The amendment of the By-Laws of the Company became effective immediately upon its adoption. The amendment is designed to protect the Company and its shareholders by preventing waste and allowing the Company to better manage its litigation landscape by imposing order and consistency before litigation begins and avoiding duplicative lawsuits, excessive expense and venue abuse.

The foregoing description of the amendment to the By-Laws is qualified in its entirety by reference to the full text of the By-Laws, a copy of which is being filed as Exhibit 3.2 to this Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.

3.2 Amended and Restated By-Laws of Bank of Hawaii Corporation

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SIGNATURE

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

Date: October 24, 2018 Bank of Hawaii Corporation

By: /s/ Mark A. Rossi  
Mark A. Rossi  
Vice Chairman and Corporate Secretary