

Murakami David S
Form 4
February 15, 2019

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Murakami David S

(Last) (First) (Middle)

1132 BISHOP STREET, SUITE
2200

(Street)

HONOLULU, HI 96813

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Territorial Bancorp Inc. [TBNK]

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

02/14/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/14/2019		S		485 ⁽¹⁾	D \$ 27	27,150 D
Common Stock	02/14/2019		S		200 ⁽¹⁾	D \$ 27.005	26,950 D
Common Stock	02/14/2019		S		84 ⁽¹⁾	D \$ 27.01	26,866 D
Common Stock	02/14/2019		S		812 ⁽¹⁾	D \$ 27.27	26,054 D
Common Stock	02/14/2019		S		133 ⁽¹⁾	D \$ 27.31	25,921 D

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Common Stock	02/14/2019	S	149 ⁽¹⁾	D	\$ 27.35	25,772	D	
Common Stock	02/14/2019	S	580 ⁽¹⁾	D	\$ 27.37	25,192	D	
Common Stock	02/14/2019	S	44 ⁽¹⁾	D	\$ 27.38	25,148	D	
Common Stock	02/14/2019	S	52 ⁽¹⁾	D	\$ 27.41	25,096	D	
Common Stock	02/14/2019	S	442 ⁽¹⁾	D	\$ 27.5	24,654	D	
Common Stock	02/14/2019	S	6 ⁽¹⁾	D	\$ 27.51	24,648	D	
Common Stock	02/14/2019	S	100 ⁽¹⁾	D	\$ 27.52	24,548	D	
Common Stock	02/14/2019	S	235 ⁽¹⁾	D	\$ 27.54	24,313	D	
Common Stock	02/14/2019	S	200 ⁽¹⁾	D	\$ 27.56	24,113	D	
Common Stock	02/14/2019	S	213 ⁽¹⁾	D	\$ 27.57	23,900	D	
Common Stock						700	I	Child 1 joint with spouse
Common Stock						200	I	Child 2 joint with spouse

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

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(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 Securities (Instr. 3 and 4)	8. Price or Derivative Security (Instr. 3 and 4)
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						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
		Code	V	(A)	(D)				
Stock Options	\$ 17.36					08/19/2011	08/19/2020	Common Stock	11,275

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Murakami David S 1132 BISHOP STREET, SUITE 2200 HONOLULU, HI 96813		X		

Signatures

/s/ Ned Quint, pursuant to Power of Attorney
02/15/2019

__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) Represents shares sold in connection with the payment of taxes due on exercise of stock options on February 12, 2019.

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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