SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 or Section 30(h) of the Investment Company Act of 1940	934	hours per	response: 0.5
1. Name and Addre <u>Mizumoto L</u> (Last) C/O FIRST HA 999 BISHOP S	(First) WAIIAN, INC	(Middle)	2. Issuer Name and Ticker or Trading Symbol FIRST HAWAIIAN, INC. [FHB] 3. Date of Earliest Transaction (Month/Day/Year) 02/21/2023		ationship of Reporting F k all applicable) Director Officer (give title below) VICE CHAI	10% Owner Other (specify below)
(Street) HONOLULU	HI	96813	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indir Line) X	vidual or Joint/Group Fi Form filed by One R Form filed by More th Person	eporting Person
(City)	(State)	(Zip)				

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		l (A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	02/21/2023		A		7,731 ⁽¹⁾	A	\$ <mark>0</mark>	38,335.1256	D	
Common Stock	02/21/2023		F		2,556 ⁽²⁾	D	\$26.73	35,779.1256	D	
Common Stock	02/22/2023		A		4,865 ⁽³⁾	A	\$ <mark>0</mark>	40,644.1256	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)															
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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares of common stock of First Hawaiian, Inc. ("Common Stock") underlying performance share awards granted in 2020 and earned based on the satisfaction of performance-based vesting requirements over a three-year performance period ending on December 31, 2022 and continued employment through the determination date. The Compensation Committee of the Board of Directors of First Hawaiian, Inc. determined and approved the amount of Common Stock earned in respect of such performance share awards on February 21, 2023 and such performance share awards will be settled in shares of Common Stock no later than March 23, 2023.

2. Represents shares of Common Stock withheld to satisfy withholding obligations in connection with the delivery of the Common Stock underlying the performance share awards described in footnote 1 above.

3. Represents restricted stock units that will vest in three equal annual installments beginning on February 22, 2024 and settle in shares of Common Stock on a one-for-one basis, subject to continued employment through the applicable vesting date.

<u>/s/ Lisa Kamibayashi as</u> <u>Attorney-in-Fact for Lance A.</u> <u>02/23/2023</u>

Mizumoto

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.