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

FORM 10-Q
(Mark One)
[X] QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 1994
OR
[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from
Commission file number 0-7949

FIRST HAWAIIAN, INC.
(Exact name of registrant as specified in its charter)

DELAWARE
(State of incorporation)

1132 BISHOP STREET, HONOLULU, HAWAII (Address of principal executive offices)

99-0156159
(I.R.S. Employer

Identification No.)

$$
\begin{gathered}
96813 \\
(\text { Zip Code) }
\end{gathered}
$$

(808) 525-7000
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months
(or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes $X \quad$ No

The number of shares outstanding of each of the issuer's classes of common stock as of October 31, 1994:

## Class

Common Stock, \$5 Par Value

## Outstanding

31,984,255 Shares
Item 1. Financial Statements (Unaudited) Page
Consolidated Balance Sheets - September 30, 1994, December 31, 1993 and September 30, 1993 ..... 2
Consolidated Statements of Income - Quarter and Nine Months Ended September 30, 1994 and 1993 ..... 3
Consolidated Statements of Cash Flows - Nine Months Ended September 30, 1994 and 1993 ..... 4
Consolidated Statements of Changes in Stockholders' Equity - Quarter and Nine Months Ended September 30, 1994 and 1993 ..... 5
Notes to Consolidated Financial Statements ..... 5
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations ..... $7-18$
PART II. OTHER INFORMATION
Item 5. Other Information ..... 19
Item 6. Exhibits and Reports on Form 8-K ..... 19
SIGNATURES ..... 20
EXHIBIT INDEX ..... 21

ITEM 1. FINANCIAL STATEMENTS
CONSOLIDATED BALANCE SHEETS
First Hawaiian, Inc. and Subsidiaries (Unaudited)


The accompanying notes are an integral part of these consolidated financial statements.

| Interest and fees on loans | \$ | 105,810 | \$ | 90,502 | \$ | 297,106 | \$ | 262,937 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Lease financing income |  | 2,480 |  | 3,343 |  | 8,100 |  | 9,956 |
| Interest on investment securities: |  |  |  |  |  |  |  |  |
| Taxable interest income |  | 11,761 |  | 10,594 |  | 33,704 |  | 34,033 |
| Exempt from Federal income taxes |  | 3,269 |  | 3,679 |  | 9,971 |  | 11,061 |
| Other interest income |  | 1,056 |  | 3,091 |  | 5,361 |  | 9,920 |
| Total interest income |  | 124,376 |  | 111,209 |  | 354,242 |  | 327,907 |
| INTEREST EXPENSE |  |  |  |  |  |  |  |  |
| Deposits |  | 33,449 |  | 31,426 |  | 93,484 |  | 97,482 |
| Short-term borrowings |  | 11,884 |  | 7,085 |  | 31,698 |  | 19,185 |
| Long-term debt |  | 2,767 |  | 2,145 |  | 8,701 |  | 4,157 |
| Total interest expense |  | 48,100 |  | 40,656 |  | 133,883 |  | 120,824 |
| Net interest income |  | 76,276 |  | 70,553 |  | 220,359 |  | 207,083 |
| Provision for loan and lease losses |  | 6,548 |  | 3,213 |  | 13,679 |  | 10,019 |
| Net interest income after provision for loan and lease losses |  | 69,728 |  | 67,340 |  | 206,680 |  | 197,064 |
| OTHER OPERATING INCOME |  |  |  |  |  |  |  |  |
| Trust income |  | 5,250 |  | 5,002 |  | 17,713 |  | 15,788 |
| Service charges on deposit accounts |  | 6,093 |  | 5,896 |  | 17,907 |  | 15,675 |
| Other service charges and fees |  | 7,802 |  | 6,923 |  | 23,422 |  | 20,376 |
| Securities gains, net |  | 33 |  | 54 |  | 175 |  | 1,953 |
| Other |  | 1,927 |  | 2,962 |  | 6,056 |  | 5,040 |
| Total other operating income |  | 21,105 |  | 20,837 |  | 65,273 |  | 58,832 |
| OTHER OPERATING EXPENSES |  |  |  |  |  |  |  |  |
| Salaries and wages |  | 22,927 |  | 21,675 |  | 69,211 |  | 63,182 |
| Employee benefits |  | 6,950 |  | 6,658 |  | 20,955 |  | 18,473 |
| Occupancy expense |  | 5,873 |  | 5,257 |  | 17,407 |  | 14,217 |
| Equipment expense |  | 6,144 |  | 5,223 |  | 18,208 |  | 14,758 |
| Other (note 3) |  | 18,595 |  | 18,216 |  | 57,690 |  | 55,699 |
| Total other operating expenses |  | 60,489 |  | 57,029 |  | 183,471 |  | 166,329 |
| Income before income taxes and cumulative effect of a change in accounting principle |  | 30,344 |  | 31,148 |  | 88,482 |  | 89,567 |
| INCOME TAXES |  |  |  |  |  |  |  |  |
| Provision before effect of change in tax rate |  | 10,567 |  | 10,496 |  | 30,968 |  | 28,816 |
| Adjustment to deferred tax liability for change in tax rate (note 2) |  | -- |  | 1,520 |  | -- |  | 1,520 |
| Adjustment to current tax provision for change in tax rate (note 2) |  | -- |  | 402 |  | -- |  | 402 |
| Total income taxes |  | 10,567 |  | 12,418 |  | 30,968 |  | 30,738 |
| Income before cumulative effect of a change in accounting principle |  | 19,777 |  | 18,730 |  | 57,514 |  | 58,829 |
| Cumulative effect of a change in accounting principle (note 2) |  | -- |  | - - |  | -- |  | 3,650 |
| NET INCOME | \$ | 19,777 | \$ | 18,730 | \$ | 57,514 | \$ | 62,479 |
| PER SHARE DATA |  |  |  |  |  |  |  |  |
| Income before cumulative effect of a change in accounting principle | \$ | . 61 | \$ | . 57 | \$ | 1.78 | \$ | 1.81 |
| Cumulative effect of a change in accounting principle |  | - - |  | - - |  | -- |  | . 11 |
| NET INCOME | \$ | . 61 | \$ | . 57 | \$ | 1.78 | \$ | 1.92 |
| CASH DIVIDENDS | \$ | . 295 | \$ | . 28 | \$ | . 885 | \$ | . 84 |
| AVERAGE SHARES OUTSTANDING |  | 255,897 |  | 501,611 |  | 326,053 |  | 501,611 |

The accompanying notes are an integral part of these consolidated financial statements.


The accompanying notes are an integral part of these consolidated financial statements.

BALANCE, BEGINNING OF PERIOD
Net income
Purchase of treasury stock
Unrealized valuation adjustment (note 2)
Cash dividends

BALANCE, END OF PERIOD

QUARTER ENDED SEPTEMBER 30,

| 1994 | 1993 |
| :---: | :---: |

(in thousands)

| \$620, 331 | \$587, 776 |
| :---: | :---: |
| 19,777 | 18,730 |
| $(1,348)$ | - - |
| (274) | -- |
| $(9,504)$ | $(9,084)$ |
| \$628,982 | \$597,422 |

\$608, 36

| $\$ 608,369$ | $\$ 562,196$ |
| :---: | ---: |
| 57,514 | 62,479 |
| $(7,853)$ | -- |
| $(476)$ | -- |
| $(28,572)$ | $(27,253)$ |
| $-\cdots-\cdots$ | $-\cdots-\cdots$ |
| $\$ 628,982$ | $\$ 597,422$ |

\$597, 422

The accompanying notes are an integral part of these consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
First Hawaiian, Inc. and Subsidiaries (Unaudited)

## 1. BASIS OF PRESENTATION

The consolidated financial statements of the Company include the accounts of First Hawaiian, Inc. and its wholly-owned subsidiaries -- First Hawaiian Bank and its wholly-owned subsidiaries; Pioneer Federal Savings Bank and its wholly-owned subsidiary; First Hawaiian Creditcorp, Inc.; First Hawaiian Leasing, Inc.; and FHI International, Inc. All significant intercompany balances and transactions have been eliminated in consolidation.

Certain amounts in the consolidated financial statements for 1993 have been reclassified to conform with the 1994 presentation. Such reclassifications had no effect on the consolidated net income as previously reported.

In the opinion of management, all adjustments (which included only normal recurring adjustments) necessary for a fair presentation are reflected in the consolidated financial statements.

Effective January 1, 1993, the Company adopted Statement of Financial Accounting Standards ("SFAS") No. 109, "Accounting for Income Taxes," the cumulative effect of which was the recognition of an income tax benefit of $\$ 3,650,000$ in the first quarter of 1993. Under SFAS No. 109, deferred tax assets and liabilities are measured using enacted tax rates scheduled to be in effect at the time the related temporary differences between financial reporting and tax reporting of income and expenses are expected to reverse. The effect of changes in tax rates is recognized in income in the period that includes the enactment date. On August 10, 1993, the Omnibus Budget Reconciliation Act of 1993 was signed into law, increasing the Federal corporate tax rate from $34 \%$ to $35 \%$, retroactive to January 1, 1993. As a result, the Company recognized adjustments to its deferred tax liability and current tax provision of $\$ 1,520,000$ and $\$ 402,000$, respectively, in the third quarter of 1993.

As of December 31, 1993, the Company adopted SFAS No. 115, "Accounting for Certain Investments in Debt and Equity Securities." Under SFAS No. 115, investment securities are to be classified in three categories and accounted for as follows: (1) held-to-maturity securities are debt securities which the Company has the positive intent and ability to hold to maturity, and are reported at amortized cost; (2) trading securities are debt securities that are bought and held principally for the purpose of selling them in the near term and are reported at fair value, with unrealized gains and losses included in the current earnings; and (3) available-for-sale securities are debt securities not classified as either held-to-maturity securities or trading securities and are reported at fair value, with unrealized gains and losses excluded from current earnings and reported in a separate component of stockholders' equity. There were no trading securities as of September 30, 1994 and December 31, 1993.

Effective January 1, 1994, the Company adopted SFAS No. 112, "Employers' Accounting for Postemployment Benefits." Under SFAS No. 112, employers are required to recognize the obligation to provide postemployment benefits to former or inactive employees after employment but before retirement if the obligation is attributable to employees' services already rendered, employees' rights to those benefits accumulate or vest, payments of the benefits is probable, and the amount of the benefits can be reasonably estimated. The adoption of SFAS No. 112 did not have a material effect on the consolidated financial statements of the Company.

In connection with the Company's redevelopment of its former downtown headquarters block, the undepreciated cost of certain structures was written off in the first quarter of 1993. The write-off amounted to $\$ 5,444,000$, and is included in "Other Operating Expenses" for that period.
4. BUSINESS COMBINATION

On August 6, 1993, the Company acquired all of the outstanding stock of Pioneer Fed BanCorp, Inc. ("Pioneer Holdings") for a cash purchase price of \$87 million. As a result of the merger of Pioneer Holdings with and into the Company, Pioneer Federal Savings Bank ("Pioneer") became a wholly-owned subsidiary of the Company. The results of operations of Pioneer are included in the Company's Consolidated Statements of Income from the date of acquisition.

## NET INCOME

Consolidated net income for the first nine months of 1994 was $\$ 57,514,000$ compared to $\$ 62,479,000$ for the first nine months of 1993, a decrease of $7.9 \%$. Consolidated income from operations for the first nine months of 1994 was $\$ 57,514,000$, or a decrease of $2.2 \%$, as compared to the same period in 1993, excluding the cumulative effect of the change in accounting principle of $\$ 3,650,000$ in the first quarter of 1993. For the third quarter of 1994, the consolidated net income of $\$ 19,777,000$ represented an increase of $5.6 \%$ over the same quarter in 1993. The favorable comparative results in the third quarter of 1994 were primarily attributable to the increase in the Federal corporate tax rate from $34 \%$ to $35 \%$, retroactive to January 1, 1993, which resulted in a nonrecurring income tax adjustment of \$1,922,000 in 1993. Excluding such adjustment, consolidated net income declined by $4.2 \%$ in the third quarter of 1994 compared to the third quarter of 1993.

On a per share basis, consolidated net income for the nine months and quarter ended September 30, 1994 were $\$ 1.78$ and $\$ .61$, respectively, a decrease of $7.3 \%$ and an increase of $7.0 \%$, respectively, as compared to the same periods in 1993. Excluding the effect of the change in accounting principle, income from operations per share was $\$ 1.78$ for the first nine months of 1994, a decrease of $1.7 \%$ as compared to the same period in 1993.

On an annualized basis, the Company's return on average total assets for the first nine months of 1994 was $1.08 \%$ compared to $1.26 \%$ for the same period in 1993 and return on average stockholders' equity was $12.44 \%$ compared to $14.43 \%$ for the same period in 1993. The decreases in return on average total assets and return on average stockholders' equity in 1994 as compared to 1993 were primarily attributable to the decrease in earnings previously mentioned and, with respect to the return on average stockholders' equity, a higher capital base.

## NET INTEREST INCOME

On a fully taxable equivalent basis, net interest income increased $\$ 12,818,000$, or $6.0 \%$, to $\$ 225,846,000$ for the nine months ended September 30, 1994 from $\$ 213,028,000$ for the same period in 1993. The increase was due to the $8.4 \%$ increase in average earning assets (principally as a result of the acquisition of Pioneer), offset by a 10 basis point ( $1 \%$ equals 100 basis points) decrease in the net interest margin. For the third quarter of 1994, the yield on earning assets increased 50 basis points while the rate paid for interest-bearing deposits and liabilities increased 36 basis points compared to the same period in 1993, resulting in an increase in the interest rate spread rom 4.11\% to 4.25\%. Utilizing average earning assets as the base, the net interest margin on earning assets for the third quarter of 1994 was $4.78 \%$ compared to $4.63 \%$ for the same period in 1993. Excluding the effect of certain nonrecurring loan fees of $\$ 2,545,000$, the net interest margin on earning assets for the third quarter of 1994 was $4.63 \%$.

The following table sets forth consolidated average balance sheets, an analysis of interest income/expense, and average yield/rate for each major category of interest-earning assets and interest-bearing liabilities for the periods indicated on a taxable equivalent basis. The tax equivalent adjustment is made for items exempt from Federal income taxes to make them comparable with taxable items before any income taxes are applied. The tax equivalent adjustment is based on the prevailing federal income tax rate of $35 \%$ for 1994 and 1993.

QUARTER ENDED SEPTEMBER 30,

|  | 1994 |  |  | 1993 |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | Interest |  |  | Interest |  |
| AVERAGE | INCOME/ | YIELD/ | Average | Income/ | Yield/ |
| BALANCE | EXPENSE | RATE(1) | Balance | Expense | Rate(1) |
|  |  | (dollars in thousands) |  |  |  |


| Earning assets: <br> Interest-bearing deposits in other banks | \$ 32,549 | \$ 270 | 3.30\% | \$ 256,497 | \$ 1,863 | 2.88\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Federal funds sold and securities purchased under agreements to resell | 74,155 | 646 | 3.46 | 152,676 | 1,228 | 3.19 |
| Investment securities | 1,084,666 | 15,293 | 5.59 | 999,140 | 15,178 | 6.03 |
| Available-for-sale securities | 123,805 | 1,617 | 5.18 | 99,556 | 919 | 3.66 |
| Loans and leases(2),(3) | 5,162,097 | 108,349 | 8.33 | 4,701,902 | 94,003 | 7.93 |
| Total earning assets | 6,477,272 | 126,175 | 7.73 | 6,209,771 | 113,191 | 7.23 |
| Nonearning assets | 641,521 | ------- |  | 641,705 | ------ |  |
| Total assets | \$7,118,793 |  |  | \$6,851,476 |  |  |

NINE MONTHS ENDED SEPTEMBER 30,

|  | 1994 |  | 1993 |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | INTEREST |  |  | Interest |  |
| AVERAGE | INCOME/ | YIELD/ | Average | Income/ | Yield/ |
| BALANCE | EXPENSE | RATE (1) | Balance | Expense | Rate(1) |
| ----- | ------- | (dollars | ------- | ------- | ----- |

Earning assets:

| Interest-bearing deposits in other banks | \$ 85,130 | \$ 2,167 | 3.40.\% | \$ 230,672 | \$ 5,378 | 3.12\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Federal funds sold and securities purchased under agreements to resell | 113,230 | 2,965 | 3.50 | 190,590 | 4,542 | 3.19 |
| Investment securities | 1, 083,885 | 44,786 | 5.52 | 1, 045,547 | 49,749 | 6.36 |
| Available-for-sale securities | 121, 094 | 4,161 | 4.59 | 33,904 | 919 | 3.62 |
| Loans and leases(2), (3) | 5, 096,888 | 305,650 | 8.02 | 4,497,293 | 273,408 | 8.13 |
| Total earning assets | 6,500, 227 | 359, 729 | 7.40 | 5, 998, 006 | 333,996 | 7.44 |
| Nonearning assets | 648, 097 | ------- |  | 638,881 | ------- |  |
| Total assets | \$7,148, 324 |  |  | \$6,636, 887 |  |  |

(1) Annualized.
(2) Nonaccruing loans and leases have been included in the computations of average loan and lease balances.
(3) Interest income for loans and leases included loan fees of $\$ 8,513$ and $\$ 22,408$ for the quarter and nine months ended September 30, 1994, respectively, and $\$ 6,321$ and $\$ 18,844$ for the quarter and nine months ended September 30, 1993, respectively.

QUARTER ENDED SEPTEMBER 30,

|  | 1994 |  |  | 1993 |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  | INTEREST |  |  | Interest |  |
| AVERAGE | INCOME/ | YIELD/ | Average | Income/ | Yield/ |
| BALANCE | EXPENSE | RATE (1) | Balance | Expense | Rate (1) |

(dollars in thousands)
Interest-bearing deposits and liabilities:
Deposits
Short-term borrowings
Long-term debt

Total interest-bearing deposits and liabilities

Interest rate spread
Noninterest-bearing demand
deposits
Other liabilities
Total liabilities
Stockholders' equity
Total liabilities and
stockholders' equity stockholders' equity

Net interest inco
and margin on

Tax equivalent adjustment

Net interest income
(1) Annualized.
LIABILITIES AND
STOCKHOLDERS' EQUITY

Interest-bearing deposits and liabilities
Deposits
Short-term borrowings
Long-term debt

Total interest-bearing deposits and liabilities

Interest rate spread

Noninterest-bearing demand deposits
Other liabilities

Total liabilities

Stockholders' equity
133,883
\$6, 851, 476
earning assets

STOCKHOLDERS' EQUITY

| INTEREST |  |  |
| :--- | :---: | :---: |
| INCOME/ | YIELD/ | Average |
| EXPENSE | RATE (1) | Balance |

Interest
Income/ Yield/ Expense Rate (1)
(dollars in thousands)

| \$4,193,357 | \$ 93,484 | 2.98\% | \$4, 088,779 | \$ 97,626 | 3.19\% |
| :---: | :---: | :---: | :---: | :---: | :---: |
| 1,083,400 | 31,698 | 3.91 | 796,655 | 19,185 | 3.22 |
| 212,279 | 8,701 | 5.48 | 95,180 | 4,157 | 5.84 |
| 5,489,036 | 133,883 | 3.26 | 4,980,614 | 120,968 | 3.25 |
|  |  | 4.14\% |  |  | 4.19\% |


| 888,603 | 920,175 |
| :---: | :---: |
| 152,370 | 157,290 |
| 6,530, 009 | 6,058,079 |
| 618,315 | 578,808 |

Net interest income and margin on earning assets

225, 846
4.65\%

213, 028
4.75\%
====

6, 089
\$206, 939
=======
(1) Annualized.

Comparative book and market values of held-to-maturity investment securities at September 30, 1994, December 31, 1993, and September 30, 1993 were as follows:

|  | $\begin{gathered} \text { SEPTEMBER 30, } \\ 1994 \end{gathered}$ |  | $\begin{gathered} \text { December 31, } \\ 1993 \end{gathered}$ | $\begin{gathered} \text { September } 30, \\ 1993 \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  | (in thousands) |  |  |
| Book value | \$ | 1,012,076 | \$ 1,132, 025 | \$ | 1,065,347 |
| Unrealized gains |  | 5,054 | 14,036 |  | 16,440 |
| Unrealized losses |  | $(13,791)$ | $(1,734)$ |  | (744) |
| Market value | \$ | 1,003,339 | \$ 1,144,327 | \$ | 1,081, 043 |

The decrease in unrealized gains and increase in unrealized losses from September 30, 1993 to September 30, 1994 is attributable to the rise in the overall level of interest rates resulting from monetary actions of the Federal Reserve Board during the first nine months of 1994.

At September 30, 1994, gross unrealized gains and losses on available-for-sale investment securities were \$1,000 and \$477,000, respectively. At December 31, 1993, the unamortized cost of available-for-sale investment securities approximated fair value.

Gross realized gains and losses for the nine months ended September 30, 1994 and 1993 were as follows:

|  | 1994 |  | 1993 |  |
| :---: | :---: | :---: | :---: | :---: |
|  | (in thousands) |  |  |  |
| Realized gains | \$ | 176 | \$ | 2,028 |
| Realized losses |  | (1) |  | (75) |
| Securities gains, net | \$ | 175 | \$ | 1,953 |

Gains and losses realized on the sales of investment securities are determined using the specific identification method.

The following table sets forth the loan portfolio by major categories and loan mix at September 30, 1994, December 31, 1993 and September 30, 1993:

|  | SEPTEMBER 30, 1994 |  | December 31, 1993 |  | September 30, 1993 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  | AMOUNT | \% | Amount | \% | Amount | \% |
|  |  |  | (dollars in | thousands) |  |  |
| Commercial, financial and $\begin{array}{llllll}\text { agricultural } & \$ 1,209,247 & 22.9 \% & \$ 1,208,912 & 23.8 \% & 1,176,958\end{array}$ |  |  |  |  |  |  |
| Real estate: |  |  |  |  |  |  |
| Commercial | 970,282 | 18.4 | 882,628 | 17.4 | 816,592 | 16.4 |
| Construction | 299,609 | 5.7 | 317,036 | 6.2 | 373,295 | 7.5 |
| Residential: |  |  |  |  |  |  |
| Insured, guaranteed or |  |  |  |  |  |  |
| Home equity credit lines | 366,032 | 6.9 | 358,662 | 7.1 | 362,957 | 7.3 |
| Total real estate loans | 3,209,413 | 60.8 | 2,985,625 | 58.9 | 2,931,127 | 59.0 |
| Consumer | 444,697 | 8.4 | 459,910 | 9.1 | 452,089 | 9.1 |
| Lease financing | 193,539 | 3.7 | 201,449 | 4.0 | 189, 049 | 3.8 |
| Foreign | 221,476 | 4.2 | 210,913 | 4.2 | 216,502 | 4.4 |
| TOTAL LOANS AND LEASES | 5,278,372 | 100.0\% | 5,066,809 | 100.0\% | 4,965,725 | 100.0\% |
| Less allowance for loan and |  |  |  |  |  |  |
| Total net loans and |  |  |  |  |  |  |
| leases | \$5,216,712 |  | \$5,004,556 |  | \$4,903, 843 |  |

The loan and lease portfolio is the largest component of earning assets and accounts for the greatest portion of total interest income. At September 30 1994, total loans and leases were $\$ 5,278,372,000$, an increase of $4.2 \%$ from December 31, 1993.

Total loans and leases at September 30, 1994, represented $73.2 \%$ of total assets, $80.0 \%$ of total earning assets and $104.3 \%$ of total deposits compared to $69.7 \%$ of total assets, $78.6 \%$ of total earning assets and $97.1 \%$ of total deposits at December 31, 1993. Governmental and certain other time deposits were shifted into security repurchase agreements at September 30, 1994, December 31, 1993 and September 30, 1993 to reduce the Company's deposit insurance premiums. If these repurchase agreements were included in the deposit base, total loans and leases as a percentage of total deposits would represent $89.3 \%$, $83.8 \%$ and $83.2 \%$, respectively, at such dates.

Loan concentrations are considered to exist when there are amounts loaned to multiple borrowers engaged in similar activities which would cause them to be similarly impacted by economic or other conditions. At September 30, 1994, commercial real estate loans totalled $\$ 970,282,000$, or $18.4 \%$, of total loans and leases. The Company has selectively participated as a lender on commercial properties on the mainland United States, principally on the west coast. Such loans totalled $\$ 57.1$ million at September 30, 1994, a decrease of $15.7 \%$ from December 31, 1993. At September 30, 1994, the largest concentration of commercial real estate loans to a single borrower was $\$ 29.0$ million.

Commercial loans outstanding remained virtually unchanged since year-end, reflecting the continuing weakness in the Hawaii economy and corresponding lack of growth in appropriate lending opportunities. Construction and land development loans decreased 5.5\% from December 31, 1993 to September 30, 1994 due to repayments and loans transferred to commercial real estate because of project completion and receipt of permanent financing.

A summary of nonperforming assets at September 30, 1994, December 31, 1993 and September 30, 1993 follows:

| SEPTEMBER 30, | December 31, | September 30, |
| :---: | :---: | :---: |
| 1994 | 1993 | 1993 |

Nonperforming loans and leases:
Nonaccrual:
Commercial, financial and agricultural
Real estate:
Commercial
Construction
Residential:
Insured, guaranteed, or conventional
Home equity credit lines

Total real estate loans

Consumer
Lease financing

Total nonaccrual loans and leases
Renegotiated:
Commercial real estate
Commercial, financial and agricultural

Total nonperforming loans and leases
Other real estate owned

Total nonperforming assets

Loans and leases past due 90 days or more and still accruing interest

Nonperforming assets to total loans and leases
and other real estate owned (end of period):
Excluding past due loans and leases
Including past due loans and leases
Nonperforming assets to total assets
(end of period):
Excluding past due loans and leases
Including past due loans and leases
$\$ \quad 14,237$

27, 847
7,858
4, 654
698

41, 057
---------
109
---------
55,403

3,128
-------
58,531

3,640
\$ 62,171
========
\$ 35,389
========
$\$ \quad 13,823$
\$ 21, 559

6, 227
31, 073
3, 067
253

40,620

132
27

62,338
60, 312
$\qquad$

62, 369
12,683
\$ 75,052
=========
\$ 15,930
=========

Nonperforming assets decreased from \$73,366,000 at December 31, 1993 to
$\$ 62,171,000$ at September 30, 1994. The decrease was primarily attributable to: (1) the sale of a $\$ 10.0$ million commercial property classified as other real estate owned; (2) $\$ 9.3$ million in loan repayments; (3) a $\$ 9.1$ million real estate construction loan which was returned to accrual status; and (4) the partial charge-offs of three real estate construction loans totalling \$6.8 million. The decrease was offset by the addition to nonaccrual status of two commercial loans totalling $\$ 12.5$ million and three commercial real estate loans totalling $\$ 13.3$ million.

The decrease in the nonaccrual real estate - construction loan category and increase in the renegotiated commercial real estate loan category was primarily attributable to a $\$ 13.0$ million loan which was renegotiated with the borrower. Subsequently, $\$ 9.1$ million of the loan balance was returned to accrual status based on the performance of the loan under the renegotiated terms.

Loans and leases past due 90 days or more and still accruing interest totalled $\$ 35,389,000$ at September 30, 1994, a decrease of $12.2 \%$ from December 31, 1993. All of the loans which are past due 90 days or more and still accruing interest are in management's judgement adequately collateralized and in the process of collection.

In recent periods, the level of the Company's nonperforming assets and charge-offs has been adversely affected by the unusually long recession experienced by the Hawaii economy and weaknesses in both the local and California real estate markets. The Company believes that the Hawaii economy is beginning to show signs of improvement, and local commercial real estate markets evidence signs of having stabilized. A significant and sustained improvement in the Hawaii economy and in local real estate markets should have a positive effect on the Company's overall asset quality; however, there can be no assurance that such improvements will result in a significant reduction in the level of nonperforming assets (which consist primarily of commercial real estate loans) or related charge-offs in the near term.

The following table sets forth the average balances and the average rates paid on deposits for the periods indicated

QUARTER ENDED SEPTEMBER 30,

| 1994 |  | 1993 |  | 1994 |  | 1993 |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| AVERAGE BALANCE | AVERAGE RATE(1) | Average Balance | Average Rate(1) | AVERAGE | AVERAGE RATE(1) | Average Balance | Average <br> Rate(1) |
| (dollars in thousands) |  |  |  |  |  |  |  |
| \$1, 105, 142 | 2.21\% | \$1, 264, 736 | 2.09\% | \$1, 164, 714 | 2.02\% | \$1, 237, 276 | 2.23\% |
| 1,269,977 | 2.20 | 1,441,851 | 2.30 | 1,292,044 | 2.12 | 1,416,801 | 2.68 |
| 1,835,559 | 4.38 | 1,473,828 | 4.43 | 1,736,599 | 4.26 | 1,434,702 | 4.53 |
| 4, 210,678 | 3.15 | 4,180,415 | 2.99 | $4,193,357$ | 2.98 | 4, 088, 779 | 3.19 |
| 860, 221 | -- | 925,803 | -- | 888,603 | -- | 920,175 | -- |
| \$5, 070, 899 | 2.62\% | \$5,106, 218 | $2.44 \%$ | \$5, 081, 960 | $2.46 \%$ | \$5, 008, 954 | 2.61\% |

(1) Annualized.

Average deposits for the nine months ended September 30, 1994 increased $\$ 73.0$ million, or $1.5 \%$, compared to the same period in 1993. For the current quarter, average deposits decreased $\$ 35.3$ million, or $.7 \%$, as compared to the third quarter of 1993. Exclusive of the average deposits of Pioneer for the nine months and quarter ended September 30, 1994 (which consisted primarily of time deposits), average deposits decreased \$174.4 million, or 3.6\%, and \$231.4 million, or $4.7 \%$, respectively. The investment by customers in higher-yielding alternative investments, generally with non-financial institutions, and the shift of public deposits into security repurchase agreements, contributed to the decrease in average deposits.

The following table sets forth the activity in the allowance for loan and lease losses for the periods indicated:

|  | QUARTER ENDED SEPTEMBER 30, |  | NINE MONTHS ENDED SEPTEMBER 30, |  |
| :---: | :---: | :---: | :---: | :---: |
|  | 1994 | 1993 | 1994 | 1993 |
|  | (dollars in thousands) |  |  |  |
| Loans and leases outstanding | \$5,278, 372 | \$4,965, 725 | \$5,278, 372 | \$4, 965, 725 |
| Average loans and leases outstanding | \$5,162, 097 | \$4,701, 902 | \$5,096, 888 | \$4,497,293 |
| Allowance for loan and lease losses summary: |  |  |  |  |
| Balance at beginning of period | \$ 61,873 | \$ 56,828 | \$ 62,253 | \$ 56,385 |
| Allowance due to merger of Pioneer | -- | 4,525 | -- | 4,525 |
|  |  |  |  |  |
| Commercial, financial and agricultural | 1,149 | 607 | 4,257 | 2,235 |
| Real estate - mortgage | 405 | 153 | 1,557 | 203 |
| Real estate - construction | 4,240 | 1,302 | 6,445 | 3,574 |
| Consumer | 1,700 | 1,500 | 4,705 | 4,864 |
| Lease financing | - - | 3 | -- | 3 |
| Total loans and leases charged off | 7,494 | 3,565 | 16,964 | 10,879 |
| Recoveries on loans and leases charged off: |  |  |  |  |
| Commercial, financial and agricultural | 254 | 19 | 1,140 | 172 |
| Real estate - mortgage | 51 | 369 | 96 | 370 |
| Real estate - construction | 37 | -- | 242 | -- |
| Consumer | 381 | 491 | 1,200 | 1,286 |
| Lease financing | 10 | 2 | 14 | 4 |
| Total recoveries on loans and leases charged off | 733 | 881 | 2,692 | 1,832 |
| Net charge-offs | $(6,761)$ | $(2,684)$ | $(14,272)$ | $(9,047)$ |
| Provision charged to expense | 6,548 | 3,213 | 13,679 | 10,019 |
| Balance at end of period | \$ 61,660 | \$ 61, 882 | \$ 61,660 | \$ 61,882 |
| Ratio of net loans and leases charged off to |  |  |  |  |
| Ratio of net loans and leases charged off to <br> allowance for loan and lease losses <br> $19.55 \%$ (1) |  |  |  |  |
| Ratio of allowance for loan and lease losses to <br> total loans and leases (end of period) |  |  |  |  |
| Ratio of allowance for loan and lease losses to nonperforming loans and leases (end of period): |  |  |  |  |
| Excluding past due loans and leases | 105.35\% | 99.22\% | 105.35\% | 99.22\% |
| Including past due loans and leases | 65.65\% | 79.03\% | 65.65\% | 79.03\% |

[^0]For the first nine months of 1994, the provision for loan and lease losses was $\$ 13,679,000$, an increase of $\$ 3,660,000$, or $36.5 \%$, over the first nine months of 1993. The provision for loan and lease losses was $\$ 6,548,000$ for the third quarter of 1994, an increase of $\$ 3,335,000$, or $103.8 \%$, over the third quarter of 1993. These increases are consistent with the increase in net charge-offs for the respective periods.

Net charge-offs for the first nine months of 1994 were $\$ 14,272,000$, an increase of $\$ 5,225,000$, or $57.8 \%$, over the first nine months of 1993 . Net charge-offs for the third quarter of 1994 were $\$ 6,761,000$ compared to $\$ 2,684,000$ a year ago. The increase in the net charge-offs for the third quarter of 1994 was primarily due to the charge-offs on two Hawaii commercial real estate loans aggregating $\$ 3,215,000$, as a result of the Shared National Credit report by the regulatory agencies. Management believes that the increased levels of net charge-offs, which reflect the continuing weakness in the Hawaii economy and local real estate markets, may continue in future periods.

The ratio of the allowance for loan and lease losses to nonperforming loans and leases increased from $99.22 \%$ at September 30, 1993 to $105.35 \%$ at September 30, 1994. The increase was primarily attributable to the decline in nonperforming loans and leases from \$62,369,000 at September 30, 1993 to \$58,531,000 at September 30, 1994, a decrease of $\$ 3,838,000$, or $6.2 \%$.

## OTHER OPERATING INCOME

Exclusive of securities transactions, other operating income for the first nine months and third quarter of 1994 increased $14.4 \%$ and $1.4 \%$, respectively, over the same periods in 1993. The increase for the first nine months of 1994 was primarily attributable to the increases in trust income and service charges/fees described below, and the acquisition of Pioneer.

Trust fees increased \$1,925,000, or 12.2\%, for the first nine months of 1994 over the same period in 1993. Similarly, trust fees increased $5.0 \%$ for the third quarter of 1994 over the third quarter of 1993. The increases were primarily the result of increases in fees from pension plans and irrevocable trusts and investment management fees which were the result of new business.

Service charges on deposit accounts increased $\$ 2,232,000$, or $14.2 \%$, and $\$ 197,000$, or $3.3 \%$, for the first nine months and third quarter of 1994 respectively, over the same periods in 1993. These increases were primarily attributable to increases in fees on checking accounts and service fees at Pioneer.

Other service charges and fees increased $\$ 3,046,000$, or $14.9 \%$, and $\$ 879,000$, or $12.7 \%$, for the first nine months and third quarter of 1994, respectively, over the same periods in 1993. These increases were primarily attributable to increases in merchant discount income and commissions.

Security transactions resulted in a net pre-tax gain of \$175,000 and \$33,000 for the first nine months and third quarter of 1994, respectively, compared to a net pre-tax gain of $\$ 1,953,000$ and $\$ 54,000$, respectively, for the same periods in 1993. The Company recognized a pre-tax gain of $\$ 1,873,000$ from the sale of its Fannie Mae and Sallie Mae stocks in the second quarter of 1993

Other operating income increased $\$ 1,016,000$ for the first nine months and decreased \$1,035,000 for the third quarter of 1994, respectively, over the same periods in 1993. The increase for the first nine months of 1994 was primarily attributable to advisory fee income and the acquisition of Pioneer. The decrease for the third quarter of 1994 was principally due to the gain on sale of a lease of \$1,368,000 in the third quarter of 1993.

Other operating expenses totalled $\$ 183,471,000$ for the first nine months of 1994, an increase of $\$ 17,142,000$, or $10.3 \%$ over the first nine months of 1993. Other operating expenses totalled $\$ 60,489,000$ for the third quarter of 1994, an increase of $\$ 3,460,000$, or $6.1 \%$, over the third quarter of 1993.

Total personnel expenses (salaries and wages and employee benefits) increased $\$ 8,511,000$, or $10.4 \%$, for the first nine months of 1994 over the same period in 1993. Personnel expenses attributable to recent acquisitions account for $\$ 4,523,000$ of the increase. The balance of the increase was attributable to normal merit increases and higher workers' compensation, health and payroll tax expenses. Total personnel expenses increased $5.4 \%$ for the third quarter of 1994 over the same quarter in 1993.

Occupancy expense for the first nine months of 1994 increased $\$ 3,190,000$, or $22.4 \%$, over the same period in 1993 with $\$ 3,040,000$ attributable to the Pioneer acquisition. Occupancy expense increased 11.7\% for the third quarter of 1994 over the same quarter in 1993.

Equipment expense increased $\$ 3,450,000$, or $23.4 \%$, for the first nine months of 1994 over the same period in 1993, primarily as a result of higher depreciation and rental expense and maintenance service contracts in connection with the migration from a Unisys to IBM information technology platform and improvements in the delivery and processing systems. Equipment expense increased $17.6 \%$ for the third quarter of 1994 over the same quarter in 1993.

Excluding the loss of $\$ 1,409,000$ on the disposition of certain other real estate owned in the second quarter of 1994 and the write-off of $\$ 5,444,000$ for the undepreciated cost of certain structures on the Company's redevelopment block in the first quarter of 1993, other operating expenses increased $\$ 6,026,000$, or $12.0 \%$, for the first nine months of 1994 over the same period in 1993. The acquisition of Pioneer accounts for $\$ 4,081,000$ of this increase. The remainder of the increase was due to higher utility, professional fees and outside services. Other operating expense increased $2.1 \%$ for the third quarter of 1994 over the same quarter in 1993

## INCOME TAXES

The Company's effective income tax rate (exclusive of the tax equivalent adjustment) for the nine months and quarter ended September 30, 1994 was $35.0 \%$ and $34.8 \%$, respectively, as compared to $34.3 \%$ and $39.9 \%$, respectively, for the same periods in 1993. The decrease in the Company's effective income tax rate in the third quarter of 1994 was due to the retroactive adjustment for current and deferred income taxes totalling $\$ 1,922,000$ as a result of the Omnibus Budget Reconciliation Act of 1993.

Stockholders' equity was \$628,982,000 at September 30, 1994, a $3.4 \%$ increase from $\$ 608,369,000$ at December 31, 1993. Average stockholders' equity
represented $8.79 \%$ of average total assets for the third quarter of 1994 compared to $8.64 \%$ in the same quarter last year. There was no significant change in the Company's liquidity position during the third quarter of 1994.

The following tables present the Company's regulatory capital position at September 30, 1994:

## RISK-BASED CAPITAL RATIOS



LEVERAGE RATIO

Tier 1 Capital to average total assets
(Tier 1 Leverage Ratio)
Minimum leverage requirement (2)

Excess

Average total assets, net of goodwill
and certain intangible assets

AMOUNT
(dollars in thousands)
RATIO

| 545,715 | 7.76\% |
| :---: | :---: |
| 211, 052 | 3.00 |
| 334,663 | 4.76\% |

\$7,035, 050
=========
(1) Risk-based capital guidelines as established by the Federal Reserve Board for bank holding companies require minimum Tier 1 and Total capital ratios of $4 \%$ and $8 \%$, respectively.
(2) The Leverage Ratio of $3 \%$ is the minimum requirement for the most highly rated banking organizations which are not experiencing or anticipating significant growth. According to the Federal Reserve Board, other banking organizations will be expected to maintain capital at higher levels of at least an additional one to two percent.

The Board of Directors of the Company has authorized the purchase from time to time of shares of outstanding common stock of the Company for issuance under the Company's Incentive Plan for Key Executives and Stock Incentive Plan. During the last quarter, the Company acquired 46,000 shares at an average price of $\$ 29.30$ per share under this authorization.

On October 25, 1994, the Company acquired 200,000 shares at an average price of $\$ 27.875$ per share in a private purchase authorized by the Board of Directors.

ITEM 5. OTHER INFORMATION
RECENT DEVELOPMENT
As a result of a review by the Company of investment accounts managed by its trust group, the Company has preliminarily determined that certain of such accounts may have decreased in value due in part to the inclusion of collateralized mortgage obligations which were not within the applicable customer instructions for such accounts. The Company has stated that it intends to cover any customer losses caused by investments that were not made in compliance with the applicable customer instructions. The Company is currently continuing its review of the accounts in question and at this point cannot quantify the precise amount of losses involved, although the company believes that any losses to it will be mitigated by insurance coverage. The Company believes that any such losses will not have a material effect on its financial condition, although there could be an impact on its results of operations in a future quarter.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K
(a) Exhibits

Exhibit 12 | Statement regarding computation of consolidated |
| :--- |
| ratios of earnings to fixed charges. |

Exhibit $27 \quad$ Financial Data Schedule
(b) Reports on Form 8-K - No reports on Form 8-K were filed during the quarter ended September 30, 1994.

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, thereunto duly authorized.

FIRST HAWAIIAN, INC. (REGISTRANT)

Date November 14, 1994
-------------------

By /s/ HOWARD H. KARR
HOWARD H. KARR
EXECUTIVE VICE PRESIDENT AND TREASURER (PRINCIPAL FINANCIAL OFFICER)

EXHIBIT NUMBER

```
----
```

12
27

DESCRIPTION
PAGE NUMBER IN QUARTERLY REPORT FORM 10-Q

22
Financial Data Schedule 23

First Hawaiian, Inc. and Subsidiaries
Computation of Consolidated Ratios of Earnings to Fixed Charges


NINE MONTHS ENDED
SEPTEMBER 30,
-----
19941993
(dollars in thousands)

Income before income taxes and cumulative effect of a change in accounting principle

Fixed charges:(1)
Interest expense
Capitalized interest
Rental expense

Less interest on deposits

Net fixed charges

Earnings, excluding interest on deposits

Earnings, including interest on deposits
\$30, 344

| 48,100 | 40,698 |
| ---: | ---: |
| 1,825 | 2,364 |
| 1,155 | 778 |
| ----- | ---- |
| 51,080 | 43,840 |
| 33,449 | 31,468 |
| ------ | .---- |

17,631
-----
40,698
2,364
778
-----
43,840
31,468
.----
12,372
\$47,975 ======
$\$ 43,520$
======
\$74,988
\$81, 424
=======
\$31, 148
\$ 88, 482
133,883
5,573
3,395
-----
142,851
93,484

120, 968
3,456
1,996
------
97, 626

49, 367
28,794
\$118, 361
\$137, 849
========
\$215, 987

Ratio of earnings to
fixed charges:
Excluding interest on deposits

| 2.72 x | 3.52 x |
| :--- | :--- |
| 1.59 x | 1.71 x |

$2.79 \times$
$4.11 \times$
Including interest on deposits
$1.59 \times$
1.71 x
$1.62 \times$
1.71 x
(1) For purposes of computing the above ratios, earnings represent income before income taxes and cumulative effect of a change in accounting principle plus fixed charges. Fixed charges, excluding interest on deposits, include interest (other than on deposits), whether expensed or capitalized, and that portion of rental expense (generally one third) deemed representative of the interest factor. Fixed charges, including interest on deposits, include all interest, whether expensed or capitalized, and that portion of rental expense (generally one third) deemed representative of the interest factor.

$$
\begin{aligned}
& 0 \\
& \text { 162,713 } \\
& \text { 7,208,422 } \\
& \text { 305, } 206 \\
& \text { 43, } 675 \\
& \text { 5,361 } \\
& \text { 354, } 242 \\
& \text { 93,484 } \\
& \text { 133, } 883 \\
& \text { 220,359 } \\
& \text { 13,679 } \\
& 175 \\
& \text { 183,471 } \\
& \text { 88,482 } \\
& \text { 57,514 } \\
& 0 \\
& 0 \\
& \text { 57,514 } \\
& 1.78 \\
& 1.78 \\
& 7.40 \\
& \text { 55,403 } \\
& \text { 35,389 } \\
& \text { 3,128 } \\
& 633 \\
& \text { 62,253 } \\
& \text { 16,964 } \\
& \text { 2,692 } \\
& \text { 61,660 } \\
& \text { 42,660 } \\
& \text { 19,000 }
\end{aligned}
$$


[^0]:    (1) Annualized.

