

**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): **April 21, 2021**

FIRST HAWAIIAN, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-14585

(Commission File Number)

99-0156159

(IRS Employer Identification No.)

**999 Bishop St., 29th Floor
Honolulu, Hawaii**

(Address of Principal Executive Offices)

96813

(Zip Code)

(808) 525-7000

(Registrant's Telephone Number, including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class: | Trading Symbol | Name of each exchange on which registered: |
|--|-----------------------|---|
| Common Stock, par value \$0.01 per share | FHB | NASDAQ Global Select Market |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(c) On April 21, 2021, the Boards of Directors of First Hawaiian, Inc. (the “Company”) and its wholly owned subsidiary, First Hawaiian Bank (the “Bank”), determined to appoint Christopher L. Dods to the position of Vice Chairman and Chief Operating Officer, effective May 1, 2021. In his new role, Mr. Dods will oversee the Bank’s Enterprise Operations Services, Enterprise Technology Management, Information Technology, Digital Banking, Marketing and Communications and the Card Services Division.

Mr. Dods, age 46, currently serves as Executive Vice President, Digital Banking and Marketing Group with First Hawaiian Bank and is Executive Vice President of First Hawaiian, Inc. He joined First Hawaiian Bank in 2007 and has nearly 20 years of financial experience in the areas of Consumer Banking, Digital Banking, Marketing, Communications and Payments. He currently leads the Bank’s digital transformation strategy. Mr. Dods is a member of the board of directors of Child and Family Services and Mid Pacific Institute and serves on the advisory boards of First Insurance Company of Hawaii and MasterCard.

In connection with his appointment, Mr. Dods will continue to participate in the Company’s Long-Term Incentive Plan, and he will be granted a one-time award of restricted stock units with an aggregate value of \$116,930, which will vest in three equal annual installments on each of May 1, 2022, 2023 and 2024. Mr. Dods also will continue to participate in the Company’s Executive Change-in-Control Retention Plan.

Mr. Dods and certain of his immediate family members have loans that were made by First Hawaiian Bank in the ordinary course of business; on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable loans with persons not related to the lender; and that did not involve more than the normal risk of collectibility or present other unfavorable features.

A copy of the Company’s press release announcing Mr. Dods’ appointment is attached to this report as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|----------------------|---|
| 99.1 | Press Release issued by the Company, dated April 22, 2022 |
| 104 | Cover Page Interactive Data File (embedded with the inline XBRL document) |

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.

FIRST HAWAIIAN, INC.

Date: April 26, 2021

By: /s/ Robert S. Harrison

Name: Robert S. Harrison

Title: Chairman of the Board, President and Chief Executive Officer



FOR IMMEDIATE RELEASE

**CHRISTOPHER DODS NAMED VICE CHAIRMAN
AND CHIEF OPERATING OFFICER AT FIRST HAWAIIAN, INC. AND FIRST HAWAIIAN BANK**

*Management changes also include Neill Char
promoted to Executive Vice President of the Retail Banking Group*

HONOLULU, Hawaii April 22, 2021--(Globe Newswire) --First Hawaiian, Inc. (NASDAQ:FHB), ("First Hawaiian" or the "Company") announced today that **Christopher L. Dods** has been named Vice Chairman and Chief Operating Officer, effective May 1, 2021 of the Company and its bank subsidiary, First Hawaiian Bank (the "Bank"). The Bank also will promote **Neill Char** to Retail Banking Group Executive Vice President effective May 1, 2021.

Dods, 46, who was most recently Executive Vice President, Digital Banking and Marketing Group, will assume a new role as Vice Chairman and Chief Operating Officer, overseeing the Bank's Enterprise Operations Services, Enterprise Technology Management, Information Technology, Digital Banking, Marketing and Communications and the Card Services Division. Dods joined First Hawaiian Bank in 2007 and has over 14 years of financial experience in the areas of Consumer Banking, Digital Banking, Marketing, Communications and Payments. He currently leads the Bank's digital transformation strategy.

"Chris has been leading significant initiatives in digital banking, card services, and the marketing areas of First Hawaiian," said First Hawaiian Chairman, President and CEO Bob Harrison. "He has an incredible work ethic and is passionate about transforming the bank to better serve our customers."

"Having grown up with First Hawaiian Bank, the opportunity to join the bank 14 years ago and work alongside this dynamic team has been a true privilege," said Christopher Dods, First Hawaiian Bank Executive Vice President, Digital Banking and Marketing Group. "I'm looking forward to working with Bob in this new capacity as we continue the bank's 162-year history of building relationships with our customers and connecting them with the services and resources that can assist them with their financial needs."

Harrison today also announced the July 1, 2021 retirement of Mitchell Nishimoto, Vice Chairman of the Retail Banking Group, after a storied 35-year career at First Hawaiian.

"Mitchell has been an exceptional leader throughout his remarkable career at First Hawaiian," Harrison said. "Under his stewardship the retail banking group has successfully navigated an unprecedented amount of change. It is truly a testament to Mitchell's management philosophy and practice that First Hawaiian Bank has continued to be recognized as one of Hawaii's Best Places to Work, helping us grow to a \$22.7 billion bank in 2021." Mitchell Nishimoto will stay on through June to assist with the transition.

Executive Vice President Neill Char, 50, who was named last August to the bank's senior management committee as Executive Vice President and Commercial Banking Group Manager, will succeed Nishimoto as Executive Vice President in charge of the Retail Banking Group. In this role he will continue to lead the Commercial Banking Group, and also oversee First Hawaiian Bank's entire branch network in Hawaii, Guam and Saipan.

First Hawaiian, Inc.

First Hawaiian, Inc. (NASDAQ:FHB) is a bank holding company headquartered in Honolulu, Hawaii. Its principal subsidiary, First Hawaiian Bank, founded in 1858 under the name Bishop & Company, is Hawaii's oldest and largest financial institution with branch locations throughout Hawaii, Guam and Saipan. The company offers a comprehensive suite of banking services to consumer and commercial customers including deposit products, loans, wealth management, insurance, trust, retirement planning, credit card and merchant processing services. Customers may also access their accounts through ATMs, online and mobile banking channels. For more information about First Hawaiian, Inc., visit the Company's website, www.fhb.com.

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