
**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): October 13, 2022

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:
Common Stock, par value \$0.01 per share

Trading Symbol
FHB

Name of each exchange on which registered:
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.

(d) On October 13, 2022, the Board of Directors (the “Board”) of First Hawaiian, Inc. (the “Company”) increased the number of directors constituting the Board from eight to nine and appointed Michael K. Fujimoto to serve as a member of the Board to fill the vacancy created upon the increase in the size of the Board, effective immediately. Effective October 13, 2022, Mr. Fujimoto was appointed as a member of the Audit Committee and the Risk Committee of the Company’s Board of Directors. Mr. Fujimoto currently serves on the board of directors of First Hawaiian Bank, a wholly owned subsidiary of the Company.

Mr. Fujimoto will receive compensation for his service as a director in accordance with the Company’s standard arrangements for non-employee directors, pursuant to which the Company granted Mr. Fujimoto a one-time award of restricted stock units with a value of \$36,792 in connection with his appointment to the Board.

Mr. Fujimoto, age 70, has served as the Executive Chairman and as a Director of Hawaii Planing Mill, Ltd. dba HPM Building Supply, a building supplies company headquartered in Keaau, Hawaii and with locations throughout Hawaii. Mr. Fujimoto served as President and Chief Executive Officer of Hawaii Planing Mill, Ltd. from 1992 through 2018. He serves as a Trustee of the Parker Ranch Foundation Trust and has been Chairman of the Board and a member of the Audit and Governance Committees of Parker Ranch Inc., a privately held ranching operation located in Waimea on the Big Island of Hawaii. Mr. Fujimoto also serves as the Trustee and Chairman of the HPM Building Supply Foundation, as Secretary of the Board of Directors of the Kohala Institute and as Vice President of the Board of the New Moon Foundation. He holds Bachelors of Arts and Masters of Arts degrees in Economics from the University of Massachusetts, Amherst, and an MBA from the University of California, Berkeley.

Hawaii Planing Mill, Ltd. dba HPM Building Supply, in which Mr. Fujimoto and an immediate family member have material interests, has 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.

Other than as set forth above, the Company has not entered into any transactions with Mr. Fujimoto identified in Item 404(a) of Regulation S-K and he will not be employed by the Company. Mr. Fujimoto was not elected pursuant to an arrangement or understanding between him and any other person.

For more information, reference is made to the Company’s press release dated October 13, 2022, a copy of which is attached to this Report as Exhibit 99.1. Exhibit 99.1 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1 104	Press Release Dated October 13, 2022 Cover Page Interactive Data File- the cover page XBRL tags are embedded within 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: October 14, 2022

By: /s/ Robert S. Harrison

Name: Robert S. Harrison

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



First Hawaiian Appoints Michael Fujimoto to the First Hawaiian, Inc. Board of Directors

Thursday October 13, 2022 at 4:00 p.m. | Source: [First Hawaiian, Inc.](#)

Michael Fujimoto



First Hawaiian, Inc. (NASDAQ: FHB), the parent company of First Hawaiian Bank, announced today the appointment of Michael Fujimoto, executive chairman of Hawaii Planing Mill, Ltd. dba HPM Building Supply, to serve on the Board of Directors of First Hawaiian, Inc.

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HONOLULU, Oct. 13, 2022 (GLOBE NEWSWIRE) -- First Hawaiian, Inc. (NASDAQ: FHB), the parent company of First Hawaiian Bank, announced today the appointment of Michael Fujimoto, executive chairman of Hawaii Planing Mill, Ltd. dba HPM Building Supply, to serve on the Board of Directors of First Hawaiian, Inc. Fujimoto was appointed as a member of the Audit Committee and the Risk Committee of the Company’s Board of Directors, and currently serves on the board of directors of First Hawaiian Bank, a wholly owned subsidiary of the Company.

“Mike has played an integral role on the First Hawaiian Bank board, and we are pleased to extend his expertise to our First Hawaiian, Inc. Board of Directors,” said Bob Harrison, First Hawaiian Inc. Chairman, President and CEO. “His familiarity with the values and strategic direction of the bank will serve our stakeholders and employees well as we continue to modernize our operations and offerings to meet the evolving needs of our clients and customers.”

Fujimoto has led HPM Building Supply in various leadership roles including executive chairman, director, and president and chief executive officer from 1992-2018. He is currently a Trustee of the Parker Ranch Foundation Trust and has been Chairman of the Board and a member of the Audit and Governance Committees of Parker Ranch Inc., a privately held ranching operation located in Waimea on the Big Island of Hawaii. Fujimoto also serves as the Trustee and Chairman of the HPM Building Supply Foundation, Secretary of the Board of Directors of the Kohala Institute and Vice President of the Board of the New Moon Foundation. He holds a bachelor’s and master’s degree in Economics from the University of Massachusetts, Amherst, and a Master of Business Administration from the University of California, Berkeley.

First Hawaiian, Inc. (NASDAQ: FHB) is a bank holding company headquartered in Honolulu, Hawaii. Its principal subsidiary, First Hawaiian Bank, founded in 1858, is Hawaii’s 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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A photo accompanying this announcement is available at
<https://www.globenewswire.com/NewsRoom/AttachmentNg/74b68514-a6d0-4cae-8ed1-bd96722f2be5>
