

CENTRAL PACIFIC FINANCIAL CORP  
Form 8-K  
April 23, 2004

**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 22, 2003**

**Central Pacific Financial Corp.**

(Exact name of registrant as specified in its charter)

**Hawaii**  
(State or other jurisdiction  
of incorporation)

**0-10777**  
(Commission  
File Number)

**99-0212597**  
(I.R.S. Employer  
Identification No.)

**220 South King Street, Honolulu, Hawaii**

**96813**

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(Address of principal executive offices)

(Zip Code)

**(808) 544-0500**

(Registrant's telephone number, including area code)

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ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE

On April 23, 2004, Central Pacific Financial Corp., a Hawaii corporation, and CB Bancshares, Inc., a Hawaii corporation, announced that they had entered into an Agreement and Plan of Merger dated April 22, 2004 (the Merger Agreement ). Pursuant to the Merger Agreement, CB Bancshares will merge with and into Central Pacific, with Central Pacific as the surviving corporation.

The press release announcing the merger is attached hereto as Exhibit 99.1 and a copy of the Merger Agreement is attached hereto as Exhibit 99.2, and each is incorporated into this Item 5 by reference.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

99.1 - Press release dated April 23, 2004

99.2 - Agreement and Plan of Merger dated April 23, 2004 between Central Pacific Financial Corp. and CB Bancshares, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Central Pacific Financial Corp.  
(Registrant)

Date: April 23, 2003

By: /s/ Clint Arnoldus  
Clint Arnoldus  
Chairman, President and  
Chief Executive Officer

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated April 23, 2004
99.2	Agreement and Plan of Merger dated April 22, 2004 between Central Pacific Financial Corp. and CB Bancshares, Inc.