Territorial Bancorp Inc.

Form 4

August 27, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number: 3235-0287

OMB APPROVAL

Expires: January 31, 2005
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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Lau Richard KC				2. Issue Symbol	r Name an	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Lan) (Final) (Millio)						orp Inc. [TBNK]	(Check all applicable)			
	(Last)	(First) (I	wilduic)			Tansaction	ъ.		00' 0	
	1132 BISH 2200	OP STREET, SU	ITE	(Month/I 08/19/2	Day/Year) 2014		Director _X_ Officer (g below)		.0% Owner Other (specify	
(Street)				4. If Ame	endment, D	ate Original	6. Individual or Joint/Group Filing(Check			
				Filed(Mo	nth/Day/Yea	ar)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
	HONOLUI	LU, HI 96813					Person	y More than One	Reporting	
	(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Ac	quired, Disposed	of, or Benefic	cially Owned	
	1.Title of	2. Transaction Date	2A. Deeme	ed	3.	4. Securities Acquired	5. Amount of	6.	7. Nature of	
	Security	(Month/Day/Year)	Execution	Date, if	Transactio	or(A) or Disposed of (D)	Securities	Ownership	Indirect	
	(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial	
			(Month/Da	ay/Year)	(Instr. 8)		Owned	Direct (D)	Ownership	
							Fallowing	on Indinost	(Inote 1)	

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securi or(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/19/2014		Code V	Amount 650		Price \$ 20.53	(Instr. 3 and 4) 31,550	D	
Common Stock							10,221	I	By 401(k)
Common Stock							1,500	I	By corporation
Common Stock							4,103	I	By ESOP

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. 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. Transacti Code (Instr. 8)	5. orNumber of Derivatir Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Da (Month/Day/Y we es d			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 17.36					08/19/2011	08/19/2020	Common Stock	19,524 (1)	

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Lau Richard KC

1132 BISHOP STREET, SUITE 2200 **SVP**

HONOLULU, HI 96813

Signatures

/s/ Edward Quint, pursuant to power of attorney

08/27/2014

**Signature of Reporting Person Date

Explanation of Responses:

- 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).
- (1) Stock options vest at a rate of 20% per year commencing on August 19, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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