

AMENDED

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)**

NAME (Last, First, Middle): LIM RICHARD C STATE POSITION HELD: DIRECTOR DEPT/DIVISION or BOARD/COMMISSION: DIRECTOR'S OFFICE TERM OF OFFICE (Begin/End): 12/06/2010 12/06/2014	Date Received: 12 JUN 14 P12 53 STATE OF HAWAII STATE ETHICS COMMISSION
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FOR EACH ITEM, EXCEPT ITEM 9, DISCLOSE INTERESTS OF FILER, SPOUSE, AND DEPENDENT CHILDREN.
 USE ABBREVIATIONS: "F" for filer, "SP" for spouse, "DC" for dependent children, and "JT" for joint interests of the spouse and filer.

ITEM 1: INCOME FOR SERVICES RENDERED FOR PRECEDING CALENDAR YEAR

List the source and amount of all income of \$1,000 or more received during the preceding calendar year for services rendered (INCLUDING INCOME EARNED FROM YOUR STATE POSITION), and the nature of the services rendered.

F,SP,DC,JT	NAME AND ADDRESS OF SOURCE OF INCOME	AMOUNT	SERVICES RENDERED
F	Central Pacific Bank 220 South King Street Honolulu, HI 96813	H	Consulting
F	State of Hawaii Dept. of Business, Economic Development & Tourism P.O. Box 2359 Honolulu, HI 96804	F	Employee

 Check here if entry is None

 Check here if additional sheets are attached

ITEM 2: OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

List the amount and identity of every ownership or beneficial interest held during the disclosure period in any business in or outside of the State if the interest has a value of \$5,000 or more or is equal to 10% or more of the ownership of the business. YOU ARE REQUIRED TO LIST ALL STOCKS, MUTUAL FUNDS OR OTHER NON-RETIREMENT INVESTMENT INTERESTS VALUED AT \$5,000 OR MORE. Please see instructions available at <http://hawaii.gov/ethics/forms/findisc/D-201-LQNGINST.pdf>.

F,SP,DC,JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	It's All About Kids, LLC 737 Bishop Street, Suite 3180 Honolulu, HI 96813	Internet	Limited partnership	C
F	HNS Investors, LLC Pioneer Plaza 900 Fort Street Mall, Suite 1800 Honolulu, HI 96813	Oil technology	Limited partnership	D

 Check here if entry is None

 Check here if additional sheets are attached

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)
ATTACHMENT
Richard Curtis Lim
June 9, 2012**

ITEM 2: OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
DC	American Funds AMCAP A c/o Edward Jones	Stock fund	Stock	C
DC	American Funds Capital World G/I c/o Edward Jones	Stock fund	Stock	D
DC	Chesapeake Energy Corp. c/o Edward Jones	Oil	Stock	B
DC	Conoco Phillips c/o Edward Jones	Oil	Stock	H
DC	CVS Caremark Corp. c/o Edward Jones	Health care	Stock	B
DC	Gilead Sciences, Inc. c/o Edward Jones	Medical	Stock	B
DC	Hartford Capital Appreciation c/o Edward Jones	Stock fund	Stock	C
DC	Pfizer, Inc. c/o Edward Jones	Health care	Stock	B
F	Abbott Labs c/o Morgan Stanley	Healthcare	Stock	B
F	Altria Group, Inc c/o Morgan Stanley	Tobacco	Stock	B
F	Aluminum Corp. of China Ltd. c/o Royal Alliance	Aluminum	Stock	B
F	Amazon Com, Inc c/o Morgan Stanley	Retail	Stock	B
F	Ansera Ventures II 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Investments	Limited partnership	E
F	Apache Corp c/o Morgan Stanley	Oil, Gas	Stock	C
F	Araca Opportunistic Value Fund II LLC 1006 Mokolua Drive Kailua, HI 96734	Real estate	Stock	D
F	Arch Coal, Inc c/o Morgan Stanley	Coal	Stock	B
F	AT&T, Inc c/o Morgan Stanley	Telecomm	Stock	B
F	Avago Technologies c/o Morgan Stanley	Semiconductor	Stock	B
F	Bank of America Corp. c/o Morgan Stanley	Banking	Stock	G
F	Bank of Hawaii Corp c/o Royal Alliance	Bank	Stock	C
F	BBiTV Davies Pacific Center, Suite 1700 841 Bishop Street Honolulu, HI 96813	Technology	Limited partnership	C

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Blackrock Int'l Growth Income c/o Morgan Stanley	Asset Management	Stock	B
F	Broadcom Corp c/o Morgan Stanley	Semiconductor	Stock	B
F	CBS Corp c/o Morgan Stanley	Mass media	Stock	B
F	Century Link, Inc c/o Morgan Stanley	Broadband/telecomm	Stock	B
F	Chipin Equities I, LLC 2800 Woodlawn Drive, Suite 138 Honolulu, HI 96822	Internet	Limited partnership	D
F	Claymore Exchange c/o Royal Alliance	Shipping	Stock	B
F	CN Insure, Inc c/o Morgan Stanley	Insurance	Stock	B
F	Cobalt Int'l Energy, Inc c/o Morgan Stanley	Energy	Stock	B
F	Cohen & Steers Infrastructure c/o Morgan Stanley	Asset Management	Stock	B
F	Colgate Palmolive Co c/o Morgan Stanley	Consumer products	Stock	B
F	ConAgra Foods, Inc. c/o Morgan Stanley	Food	Stock	F
F	Conoco Phillips c/o Morgan Stanley	Energy	Stock	B
F	Corning, Inc c/o Morgan Stanley	Manufacturing	Stock	B
F	Diamond Head Capital International LP 3693 Diamond Head Circle Honolulu, HI 96815	Hedge fund	Limited partnership	C
F	Dolby Laboratories, Inc c/o Morgan Stanley	Technology	Stock	C
F	Dow Chemical Corp c/o Morgan Stanley	Chemical	Stock	B
F	El Paso Pipeline Partners LP c/o Morgan Stanley	Natural gas pipeline	Stock	C
F	Enterprise Products Partners c/o Morgan Stanley	Energy	Stock	C
F	Exxon Mobil Corp c/o Morgan Stanley	Oil, Gas	Stock	B
F	Freeport-McMoran c/o Royal Alliance	Mining	Stock	C
F	Glaxo Smith Kline PLC c/o Royal Alliance	Health care	Stock	E
F	GSI Comm, Inc c/o Morgan Stanley	Technology	Stock	C
F	GSP Investments 1, LLC 63 Bay View Road Dover, NH 03820	Film	Limited partnership	C
F	Hewlett Packard Co c/o Morgan Stanley	Technology/computers	Stock	B
F	iPath Dow Jones c/o Morgan Stanley	Index	Stock	B
F	iShares S&P Global Timber & Forestry Index Fund c/o Morgan Stanley	Timber	Stock	B
F	JCM Investments LP 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Investments	Limited partnership	G

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Johnson & Johnson c/o Morgan Stanley	Pharmaceutical	Stock	B
F	Kolohala Uboost Investments LLC 900 Fort Street Mall, Suite 1570 Honolulu, HI 96813	Internet	Limited partnership	D
F	Lockheed Martin Corp c/o Royal Alliance	Security, Aerospace	Stock	C
F	Make My Trip, Ltd c/o Morgan Stanley	Travel	Stock	B
F	Market Vectors ETF c/o Royal Alliance	Steel	Stock	D
F	Market Vectors Gold Miners c/o Morgan Stanley	Gold	Stock	B
F	Marvell Technology Group, Ltd c/o Morgan Stanley	Technology	Stock	B
F	Moly Corp, Inc c/o Morgan Stanley	Mining, Manufacturing	Stock	B
F	OCH-ZIFF Capital Management c/o Morgan Stanley	Asset Management	Stock	C
F	Pepsico, Inc c/o Royal Alliance	Food & Beverage	Stock	C
F	Petroleo Brasil c/o Morgan Stanley	Petroleum	Stock	B
F	Pfizer, Inc c/o Morgan Stanley	Pharmaceutical	Stock	B
F	PPL Corp c/o Morgan Stanley	Utility	Stock	B
F	R2J LLC 841 Bishop Street, Suite 860 Honolulu, HI 96813	Real estate	Limited partnership	B
F	R3BST LLC 841 Bishop Street, Suite 860 Honolulu, HI 96813	Real estate	Limited partnership	H
F	Radiance Rewards, LLC 3475 West Oak Trail Road Santa Ynez, CA 93460	Technology	Stock	F
F	Raytheon Company Com New c/o Royal Alliance	Technology	Stock	C
F	Saratoga Ventures V, LP 5201 Great America Parkway, #3302 Santa Clara, CA 95054	Medical devices	Limited partnership	E
F	Sennet Capital LLC 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Merchant banking	Limited partnership	C
F	SPDR Gold Trust c/o Morgan Stanley	Gold	Stock	D
F	Tempest Investors LLC 841 Bishop Street, Suite 1515 Honolulu, HI 96813	Film	Limited partnership	D
F	Vale SA c/o Royal Alliance	Mining	Stock	B
F	Vanguard MSCI Emerging Markets c/o Morgan Stanley	Asset Management	Stock	C
F	Vodafone GP c/o Morgan Stanley	Telecomm	Stock	B
F	Williams Companies, Inc. c/o Morgan Stanley	Oil	Stock	E

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Wisdom Tree Emerging Markets Equity c/o Morgan Stanley	Asset Management	Stock	C
SP	Akamai Technologies Inc. c/o Royal Alliance	Technology	Stock	E
SP	Aluminum Corp China c/o Royal Alliance	Aluminum	Stock	C
SP	American Funds Growth Fund of America c/o Edward Jones	Stock fund	Stock	C
SP	American Funds New Perspective c/o Edward Jones	Stock fund	Stock	B
SP	American Funds New World c/o Edward Jones	Stock fund	Stock	D
SP	American Funds US Government c/o Edward Jones	Bond fun	Stock	G
SP	Arch Coal, Inc c/o Royal Alliance	Coal	Stock	E
SP	Bank of Hawaii Corp. c/o Royal Alliance	Bank	Stock	F
SP	BP PLC c/o Royal Alliance	Petroleum	Stock	B
SP	Bunge Limited c/o Royal Alliance	Food	Stock	C
SP	Calamos Growth Corp. c/o Royal Alliance	Stock fund	Stock	E
SP	Claymore Exchange c/o Royal Alliance	Shipping	Stock	C
SP	Conoco Phillips P.O. Box 2197 Houston, TX 77252-2197	Oil	Stock	D
SP	First Solar, Inc c/o Royal Alliance	Solar	Stock	C
SP	First Trust/Four Corners SFRI Fund II c/o Morgan Stanley	Stock fund	Stock	I
SP	Freeport-McMoran Copper & Gold, Inc c/o Royal Alliance	Mining	Stock	C
SP	Hawaiian Electric Industries c/o Royal Alliance	Utility	Stock	B
SP	Intel Corp c/o Royal Alliance	Semiconductor	Stock	D
SP	Intl Technology c/o Royal Alliance	Technology	Stock	E
SP	iShares MSCI Emerging Markets Index c/o Royal Alliance	Stock fund	Stock	C
SP	ITT Corp. 1133 Westchester Avenue White Plains, NY 10604	Technology	Stock	E
SP	Janus Triton Fund c/o Royal Alliance	Asset Management	Stock	C
SP	Japan Smaller Capitalization Fund c/o Royal Alliance	Index	Stock	B
SP	Las Vegas Sands Corp. c/o Royal Alliance	Gambling	Stock	E
SP	Lockheed Martin Corp c/o Royal Alliance	Security, Aerospace	Stock	C
SP	Market Vectors c/o Royal Alliance	Steel, Gold	Stock	E

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
SP	McDonald's Corp. c/o Royal Alliance	Food	Stock	D
SP	MGM Resorts International c/o Royal Alliance	Gambling	Stock	B
SP	Pepsico, Inc c/o Royal Alliance	Food & Beverage	Stock	C
SP	Petroleo Brasileiro Sa Petrobras c/o Royal Alliance	Oil	Stock	E
SP	Potlatch Corp c/o Royal Alliance	Mining	Stock	C
SP	Raytheon Company c/o Royal Alliance	Technology	Stock	C
SP	SinoCoking Coal and Coke Chemical c/o Royal Alliance	Coal	Stock	B
SP	Sky-Mobi, Ltd c/o Royal Alliance	Technology	Stock	C
SP	SPDR S&P International Techno Sec. c/o Royal Alliance	Stock fund	Stock	C
SP	Teck Res, Ltd c/o Royal Alliance	Mining	Stock	C
SP	Titanium Metals Corp c/o Royal Alliance	Manufacturing	Stock	B
SP	Travelers Companies, Inc c/o Royal Alliance	Insurance	Stock	C
SP	Vale SA c/o Royal Alliance	Mining	Stock	B
SP	Vanguard Mid-Cap Growth c/o Royal Alliance	Stock fund	Stock	D

ITEM 3: TRANSFER OF OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

List any ownership or beneficial interests in businesses transferred during the disclosure period and the date of transfer.

F,SP, DC,JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
	See attachment.	
<input type="checkbox"/> Check here if entry is None <input checked="" type="checkbox"/> Check here if additional sheets are attached		

ITEM 4: CREDITORS

List the name of each creditor to whom the value of \$3,000 or more was owed during the disclosure period and the original amount and amount outstanding. Exclude debts from retail installment transactions for the purchase of consumer goods.

F,SP, DC,JT	NAME OF CREDITOR	ORIGINAL AMOUNT OWED	AMOUNT OUTSTANDING
F	Bank of America	H	G
<input type="checkbox"/> Check here if entry is None <input type="checkbox"/> Check here if additional sheets are attached			

ITEM 5: OFFICERSHIPS, DIRECTORSHIPS, TRUSTEESHIPS

List every officership, directorship, trusteeship, or other fiduciary relationship held during the disclosure period in any business or organization, the term of office, and the annual compensation.

F,SP, DC,JT	NAME AND ADDRESS OF BUSINESS	TITLE HELD	TERM OF OFFICE	ANNUAL COMPENSATION
	See attachment.			
<input type="checkbox"/> Check here if entry is None <input checked="" type="checkbox"/> Check here if additional sheets are attached				

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)
ATTACHMENT
Richard Curtis Lim
June 9, 2012**

ITEM 3: TRANSFER OF OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

F, SP, DC, JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
F	Avago Technologies Ltd c/o Morgan Stanley	12/11
F	Baltic Trading Ltd c/o Morgan Stanley	1/11
F	Broadcom Corp c/o Morgan Stanley	10/11
F	Calamos Growth Corp. c/o Royal Alliance	1/11
F	Century Computers 2 Waterfront, Suite 202 Honolulu, HI 96813	1/11
F	China Unicom Ltd c/o Morgan Stanley	12/11
F	Clorox Company c/o Morgan Stanley	11/11
F	CN Insure Inc c/o Morgan Stanley	5/11
F	Dolby Laboratories Inc c/o Morgan Stanley	5/11
F	Family Dlr Stores Inc c/o Morgan Stanley	4/11
F	First Trust/Four Corners SFRI Fund II c/o Morgan Stanley	2/11
F	Glaxo Smith Kline c/o Royal Alliance	8/11
F	GSI Comm Inc c/o Morgan Stanley	4/11
F	Ishr Lehman Cr Fd c/o Morgan Stanley	9/11
F	Lockheed Martin Corp c/o Royal Alliance	3/11
F	Make My Trip Ltd c/o Morgan Stanley	8/11
F	Market Vectors Gold Miners c/o Morgan Stanley	4/11
F	OCH-ZIFF Capital Management c/o Morgan Stanley	12/11
F	Potlatch Corp c/o Royal Alliance	3/11
F	Radio Shack Corp c/o Morgan Stanley	11/11
F	Raytheon Company c/o Royal Alliance	3/11
SP	Akamai Technologies c/o Royal Alliance	3/11
SP	Aluminum Corp China, Ltd c/o Royal Alliance	12/11

F, SP, DC, JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
SP	Annaly Capital Management c/o Royal Alliance	7/11
SP	Arch Coal, Inc c/o Royal Alliance	5/11
SP	Bank of Hawaii Corp c/o Royal Alliance	3/11
SP	Claymore Exchange c/o Royal Alliance	12/11
SP	Conoco Phillips P.O. Box 2197 Houston, TX 77252-2197	2/11
SP	Delta Airnes c/o Royal Alliance	3/11
SP	First Trust c/o Royal Alliance	7/11
SP	Glaxo Smith Kline c/o Royal Alliance	8/11
SP	Intel Corp c/o Royal Alliance	5/11
SP	iShares MSCI Emerging Markets Index c/o Royal Alliance	1/11
SP	iShares Trust Barclays c/o Royal Alliance	6/11
SP	Ishr Lehman Cr Fd c/o Morgan Stanley	3/11
SP	ITT Corp c/o Royal Alliance	3/11
SP	Japan Smaller Capitalization Fund c/o Royal Alliance	12/11
SP	Las Vegas Sands Corp c/o Royal Alliance	7/11
SP	Lockheed Martin Corp c/o Royal Alliance	3/11
SP	MGM Resorts c/o Royal Alliance	5/11
SP	New Gold, Inc c/o Royal Alliance	5/11
SP	Petroleo Brasileiro SA c/o Royal Alliance	5/11
SP	Pottlatch Corp c/o Royal Alliance	3/11
SP	Raytheon Company c/o Royal Alliance	3/11
SP	Sky-Mobi, Ltd c/o Royal Alliance	12/11
SP	SPDR Index c/o Royal Alliance	3/11
SP	SPDR S&P International Techno Sec. c/o Royal Alliance	3/11
SP	T Rowe Price c/o Royal Alliance	7/11
SP	Teck Res, Ltd c/o Royal Alliance	12/11
SP	Titanium Metals Corp c/o Royal Alliance	7/11
SP	Travelers Companies, Inc c/o Royal Alliance	3/11
SP	Vanguard Index c/o Royal Alliance	5/11

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Richard Curtis Lim
June 9, 2012**

ITEM 5: OFFICERSHIPS, DIRECTORSHIPS, TRUSTEESHIPS

F, SP, DC, JT	NAME AND ADDRESS OF BUSINESS	TITLE HELD	TERM OF OFFICE	ANNUAL COMPENSATION
F	Korean American Foundation	Treasurer	2009 - present	A
F	Chaminade University 3140 Waialae Avenue Honolulu, HI 96816	Board of Advisors	2010 - present	A
F	Daihonzan Chozenji 3565 Kalihi Street Honolulu, HI 96819	Director	2005 - present	A
F	Hawaii Technology Development Venture 2800 Woodlawn Drive, #192 Honolulu, HI 96822	Advisor	2000 - 2010	A
F	University of Hawaii Ohana Tennis 1337 Lower Campus Road Honolulu, HI 96822	Advisor	2010	A
F	Pacific Rim Foundation 2229 Hikino Street Honolulu, HI 96821	Director	1990 - present	A

ITEM 6: INTERESTS IN REAL PROPERTY HELD, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State held during the disclosure period, if the interest has a value of \$10,000 or more. Real property that is your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP, DC,JT	STREET ADDRESS	TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	VALUE
JT	4970 Kilauea Avenue, #311 Honolulu, HI 96816	1-3-5-017-035-0171-000	H
JT	1068 Noio Street Honolulu, HI 96816	1-3-5-030-008	K

Check here if entry is None

Check here if additional sheets are attached

ITEM 7: INTERESTS IN REAL PROPERTY ACQUIRED, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State acquired during the disclosure period, if the interest has a value of \$10,000 or more. Real property that is your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP, DC,JT	STREET ADDRESS AND TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	AMOUNT & NATURE OF CONSIDERATION PAID	NAME OF PERSON RECEIVING THE CONSIDERATION

Check here if entry is None

Check here if additional sheets are attached

ITEM 8: INTERESTS IN REAL PROPERTY TRANSFERRED, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State transferred during the disclosure period, if the interest has a value of \$10,000 or more. Real property that was your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP, DC,JT	STREET ADDRESS AND TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	AMOUNT & NATURE OF CONSIDERATION RECEIVED	NAME OF PERSON FURNISHING THE CONSIDERATION

Check here if entry is None

Check here if additional sheets are attached

ITEM 9: CLIENTS PERSONALLY REPRESENTED BEFORE STATE AGENCIES

List the names of clients personally represented by you before state agencies, except in ministerial matters, for a fee or compensation during the disclosure period, excluding clients represented before courts.

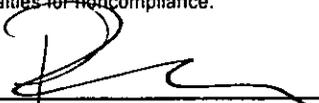
NAME OF CLIENT	NAME OF STATE AGENCY
<input checked="" type="checkbox"/> Check here if entry is None <input type="checkbox"/> Check here if additional sheets are attached	

ITEM 10: CREDITOR INTERESTS IN INSOLVENT BUSINESSES

List the amount and identity of every creditor interest in insolvent businesses, held during the disclosure period, if the interest has a value of \$5,000 or more.

F,SP,DC,JT	NAME AND ADDRESS OF BUSINESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE
<input checked="" type="checkbox"/> Check here if entry is None <input type="checkbox"/> Check here if additional sheets are attached				

CERTIFICATION: I hereby certify that the above is a true, correct, and complete statement to the best of my knowledge and belief. If I have a spouse and/or dependent children, I also hereby certify that I have included their interests on this form to the best of my knowledge and belief. I understand that it is a violation of State law, chapter 84, HRS, if information is not disclosed as required by chapter 84, HRS. I further understand that there are statutory penalties for noncompliance.


SIGNATURE

JUN 14 2012
DATE

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)**

NAME (Last, First, Middle): LIM RICHARD C STATE POSITION HELD: DIRECTOR DEPT/DIVISION or BOARD/COMMISSION: DIRECTOR'S OFFICE TERM OF OFFICE (Begin/End): / 12/06/2010 12/06/2014	Date Received: <div style="font-size: 2em; font-weight: bold;">12 JUN 14 10:31</div> STATE OF HAWAII STATE ETHICS COMMISSION
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FOR EACH ITEM, EXCEPT ITEM 9, DISCLOSE INTERESTS OF FILER, SPOUSE, AND DEPENDENT CHILDREN. USE ABBREVIATIONS: "F" for filer, "SP" for spouse, "DC" for dependent children, and "JT" for joint interests of the spouse and filer.

ITEM 1: INCOME FOR SERVICES RENDERED FOR PRECEDING CALENDAR YEAR

List the source and amount of all income of \$1,000 or more received during the preceding calendar year for services rendered (INCLUDING INCOME EARNED FROM YOUR STATE POSITION), and the nature of the services rendered.

F,SP,DC,JT	NAME AND ADDRESS OF SOURCE OF INCOME	AMOUNT	SERVICES RENDERED
F	Central Pacific Bank 220 South King Street Honolulu, HI 96813	H	Consulting

Check here if entry is None
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ITEM 2: OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

List the amount and identity of every ownership or beneficial interest held during the disclosure period in any business in or outside of the State if the interest has a value of \$5,000 or more or is equal to 10% or more of the ownership of the business. YOU ARE REQUIRED TO LIST ALL STOCKS, MUTUAL FUNDS OR OTHER NON-RETIREMENT INVESTMENT INTERESTS VALUED AT \$5,000 OR MORE. Please see instructions available at <http://hawaii.gov/ethics/forms/findisc/D-201-LONGINST.pdf>.

F,SP,DC,JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	It's All About Kids, LLC 737 Bishop Street, Suite 3180 Honolulu, HI 96813	Internet	Limited partnership	C
F	HNS Investors, LLC Pioneer Plaza 900 Fort Street Mall, Suite 1800 Honolulu, HI 96813	Oil technology	Limited partnership	D

Check here if entry is None
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**Richard Curtis Lim
June 9, 2012**

ITEM 2: OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
DC	American Funds AMCAP A c/o Edward Jones	Stock fund	Stock	C
DC	American Funds Capital World G/I c/o Edward Jones	Stock fund	Stock	D
DC	Chesapeake Energy Corp. c/o Edward Jones	Oil	Stock	B
DC	Conoco Phillips c/o Edward Jones	Oil	Stock	H
DC	CVS Caremark Corp. c/o Edward Jones	Health care	Stock	B
DC	Gilead Sciences, Inc. c/o Edward Jones	Medical	Stock	B
DC	Hartford Capital Appreciation c/o Edward Jones	Stock fund	Stock	C
DC	Pfizer, Inc. c/o Edward Jones	Health care	Stock	B
F	Abbott Labs c/o Morgan Stanley	Healthcare	Stock	B
F	Altria Group, Inc c/o Morgan Stanley	Tobacco	Stock	B
F	Aluminum Corp. of China Ltd. c/o Royal Alliance	Aluminum	Stock	B
F	Amazon Com, Inc c/o Morgan Stanley	Retail	Stock	B
F	Ansera Ventures II 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Investments	Limited partnership	E
F	Apache Corp c/o Morgan Stanley	Oil, Gas	Stock	C
F	Araca Opportunistic Value Fund II LLC 1006 Mokolua Drive Kailua, HI 96734	Real estate	Stock	D
F	Arch Coal, Inc c/o Morgan Stanley	Coal	Stock	B
F	AT&T, Inc c/o Morgan Stanley	Telecomm	Stock	B
F	Avago Technologies c/o Morgan Stanley	Semiconductor	Stock	B
F	Bank of America Corp. c/o Morgan Stanley	Banking	Stock	G
F	Bank of Hawaii Corp c/o Royal Alliance	Bank	Stock	C
F	BBiTV Davies Pacific Center, Suite 1700 841 Bishop Street Honolulu, HI 96813	Technology	Limited partnership	C

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Blackrock Int'l Growth Income c/o Morgan Stanley	Asset Management	Stock	B
F	Broadcom Corp c/o Morgan Stanley	Semiconductor	Stock	B
F	CBS Corp c/o Morgan Stanley	Mass media	Stock	B
F	Century Link, Inc c/o Morgan Stanley	Broadband/telecomm	Stock	B
F	Chipin Equities I, LLC 2800 Woodlawn Drive, Suite 138 Honolulu, HI 96822	Internet	Limited partnership	D
F	Claymore Exchange c/o Royal Alliance	Shipping	Stock	B
F	CN Insure, Inc c/o Morgan Stanley	Insurance	Stock	B
F	Cobalt Int'l Energy, Inc c/o Morgan Stanley	Energy	Stock	B
F	Cohen & Steers Infrastructure c/o Morgan Stanley	Asset Management	Stock	B
F	Colgate Palmolive Co c/o Morgan Stanley	Consumer products	Stock	B
F	ConAgra Foods, Inc. c/o Morgan Stanley	Food	Stock	F
F	Conoco Phillips c/o Morgan Stanley	Energy	Stock	B
F	Corning, Inc c/o Morgan Stanley	Manufacturing	Stock	B
F	Diamond Head Capital International LP 3693 Diamond Head Circle Honolulu, HI 96815	Hedge fund	Limited partnership	C
F	Dolby Laboratories, Inc c/o Morgan Stanley	Technology	Stock	C
F	Dow Chemical Corp c/o Morgan Stanley	Chemical	Stock	B
F	El Paso Pipeline Partners LP c/o Morgan Stanley	Natural gas pipeline	Stock	C
F	Enterprise Products Partners c/o Morgan Stanley	Energy	Stock	C
F	Exxon Mobil Corp c/o Morgan Stanley	Oil, Gas	Stock	B
F	Freeport-McMoran c/o Royal Alliance	Mining	Stock	C
F	Glaxo Smith Kline PLC c/o Royal Alliance	Health care	Stock	E
F	GSI Comm, Inc c/o Morgan Stanley	Technology	Stock	C
F	GSP Investments 1, LLC 63 Bay View Road Dover, NH 03820	Film	Limited partnership	C
F	Hewlett Packard Co c/o Morgan Stanley	Technology/computers	Stock	B
F	iPath Dow Jones c/o Morgan Stanley	Index	Stock	B
F	iShares S&P Global Timber & Forestry Index Fund c/o Morgan Stanley	Timber	Stock	B
F	JCM Investments LP 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Investments	Limited partnership	G

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Johnson & Johnson c/o Morgan Stanley	Pharmaceutical	Stock	B
F	Kolohala Uboost Investments LLC 900 Fort Street Mall, Suite 1570 Honolulu, HI 96813	Internet	Limited partnership	D
F	Lockheed Martin Corp c/o Royal Alliance	Security, Aerospace	Stock	C
F	Make My Trip, Ltd c/o Morgan Stanley	Travel	Stock	B
F	Market Vectors ETF c/o Royal Alliance	Steel	Stock	D
F	Market Vectors Gold Miners c/o Morgan Stanley	Gold	Stock	B
F	Marvell Technology Group, Ltd c/o Morgan Stanley	Technology	Stock	B
F	Moly Corp, Inc c/o Morgan Stanley	Mining, Manufacturing	Stock	B
F	OCH-ZIFF Capital Management c/o Morgan Stanley	Asset Management	Stock	C
F	Pepsico, Inc c/o Royal Alliance	Food & Beverage	Stock	C
F	Petroleo Brasil c/o Morgan Stanley	Petroleum	Stock	B
F	Pfizer, Inc c/o Morgan Stanley	Pharmaceutical	Stock	B
F	PPL Corp c/o Morgan Stanley	Utility	Stock	B
F	R2J LLC 841 Bishop Street, Suite 860 Honolulu, HI 96813	Real estate	Limited partnership	B
F	R3BST LLC 841 Bishop Street, Suite 860 Honolulu, HI 96813	Real estate	Limited partnership	H
F	Radiance Rewards, LLC 3475 West Oak Trail Road Santa Ynez, CA 93460	Technology	Stock	F
F	Raytheon Company Com New c/o Royal Alliance	Technology	Stock	C
F	Saratoga Ventures V, LP 5201 Great America Parkway, #3302 Santa Clara, CA 95054	Medical devices	Limited partnership	E
F	Sennet Capital LLC 560-1188 West Georgia Street Vancouver, BC, Canada V644A2	Merchant banking	Limited partnership	C
F	SPDR Gold Trust c/o Morgan Stanley	Gold	Stock	D
F	Tempest Investors LLC 841 Bishop Street, Suite 1515 Honolulu, HI 96813	Film	Limited partnership	D
F	Vale SA c/o Royal Alliance	Mining	Stock	B
F	Vanguard MSCI Emerging Markets c/o Morgan Stanley	Asset Management	Stock	C
F	Vodafone GP c/o Morgan Stanley	Telecomm	Stock	B
F	Williams Companies, Inc. c/o Morgan Stanley	Oil	Stock	E

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
F	Wisdom Tree Emerging Markets Equity c/o Morgan Stanley	Asset Management	Stock	C
SP	Akamai Technologies Inc. c/o Royal Alliance	Technology	Stock	E
SP	Aluminum Corp China c/o Royal Alliance	Aluminum	Stock	C
SP	American Funds Growth Fund of America c/o Edward Jones	Stock fund	Stock	C
SP	American Funds New Perspective c/o Edward Jones	Stock fund	Stock	B
SP	American Funds New World c/o Edward Jones	Stock fund	Stock	D
SP	American Funds US Government c/o Edward Jones	Bond fun	Stock	G
SP	Arch Coal, Inc c/o Royal Alliance	Coal	Stock	E
SP	Bank of Hawaii Corp. c/o Royal Alliance	Bank	Stock	F
SP	BP PLC c/o Royal Alliance	Petroleum	Stock	B
SP	Bunge Limited c/o Royal Alliance	Food	Stock	C
SP	Calamos Growth Corp. c/o Royal Alliance	Stock fund	Stock	E
SP	Claymore Exchange c/o Royal Alliance	Shipping	Stock	C
SP	Conoco Phillips P.O. Box 2197 Houston, TX 77252-2197	Oil	Stock	D
SP	First Solar, Inc c/o Royal Alliance	Solar	Stock	C
SP	First Trust/Four Corners SFRI Fund II c/o Morgan Stanley	Stock fund	Stock	I
SP	Freeport-McMoran Copper & Gold, Inc c/o Royal Alliance	Mining	Stock	C
SP	Hawaiian Electric Industries c/o Royal Alliance	Utility	Stock	B
SP	Intel Corp c/o Royal Alliance	Semiconductor	Stock	D
SP	Intl Technology c/o Royal Alliance	Technology	Stock	E
SP	iShares MSCI Emerging Markets Index c/o Royal Alliance	Stock fund	Stock	C
SP	ITT Corp. 1133 Westchester Avenue White Plains, NY 10604	Technology	Stock	E
SP	Janus Triton Fund c/o Royal Alliance	Asset Management	Stock	C
SP	Japan Smaller Capitalization Fund c/o Royal Alliance	Index	Stock	B
SP	Las Vegas Sands Corp. c/o Royal Alliance	Gambling	Stock	E
SP	Lockheed Martin Corp c/o Royal Alliance	Security, Aerospace	Stock	C
SP	Market Vectors c/o Royal Alliance	Steel, Gold	Stock	E

F, SP, DC, JT	BUSINESS NAME AND ADDRESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE OR NO. OF SHARES
SP	McDonald's Corp. c/o Royal Alliance	Food	Stock	D
SP	MGM Resorts International c/o Royal Alliance	Gambling	Stock	B
SP	Pepsico, Inc c/o Royal Alliance	Food & Beverage	Stock	C
SP	Petroleo Brasileiro Sa Petrobras c/o Royal Alliance	Oil	Stock	E
SP	Potlatch Corp c/o Royal Alliance	Mining	Stock	C
SP	Raytheon Company c/o Royal Alliance	Technology	Stock	C
SP	SinoCoking Coal and Coke Chemical c/o Royal Alliance	Coal	Stock	B
SP	Sky-Mobi, Ltd c/o Royal Alliance	Technology	Stock	C
SP	SPDR S&P International Techno Sec. c/o Royal Alliance	Stock fund	Stock	C
SP	Teck Res, Ltd c/o Royal Alliance	Mining	Stock	C
SP	Titanium Metals Corp c/o Royal Alliance	Manufacturing	Stock	B
SP	Travelers Companies, Inc c/o Royal Alliance	Insurance	Stock	C
SP	Vale SA c/o Royal Alliance	Mining	Stock	B
SP	Vanguard Mid-Cap Growth c/o Royal Alliance	Stock fund	Stock	D

ITEM 3: TRANSFER OF OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

List any ownership or beneficial interests in businesses transferred during the disclosure period and the date of transfer.

F,SP, DC,JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
	See attachment.	
<input type="checkbox"/> Check here if entry is None <input checked="" type="checkbox"/> Check here if additional sheets are attached		

ITEM 4: CREDITORS

List the name of each creditor to whom the value of \$3,000 or more was owed during the disclosure period and the original amount and amount outstanding. Exclude debts from retail installment transactions for the purchase of consumer goods.

F,SP, DC,JT	NAME OF CREDITOR	ORIGINAL AMOUNT OWED	AMOUNT OUTSTANDING
F	Bank of America	H	G
<input type="checkbox"/> Check here if entry is None <input type="checkbox"/> Check here if additional sheets are attached			

ITEM 5: OFFICERSHIPS, DIRECTORSHIPS, TRUSTEESHIPS

List every officership, directorship, trusteeship, or other fiduciary relationship held during the disclosure period in any business or organization, the term of office, and the annual compensation.

F,SP, DC,JT	NAME AND ADDRESS OF BUSINESS	TITLE HELD	TERM OF OFFICE	ANNUAL COMPENSATION
	See attachment.			
<input type="checkbox"/> Check here if entry is None <input checked="" type="checkbox"/> Check here if additional sheets are attached				

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)
ATTACHMENT
Richard Curtis Lim
June 9, 2012**

ITEM 3: TRANSFER OF OWNERSHIP OR BENEFICIAL INTERESTS IN BUSINESSES

F, SP, DC, JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
F	Avago Technologies Ltd c/o Morgan Stanley	12/11
F	Baltic Trading Ltd c/o Morgan Stanley	1/11
F	Broadcom Corp c/o Morgan Stanley	10/11
F	Calamos Growth Corp. c/o Royal Alliance	1/11
F	Century Computers 2 Waterfront, Suite 202 Honolulu, HI 96813	1/11
F	China Unicom Ltd c/o Morgan Stanley	12/11
F	Clorox Company c/o Morgan Stanley	11/11
F	CN Insure Inc c/o Morgan Stanley	5/11
F	Dolby Laboratories Inc c/o Morgan Stanley	5/11
F	Family Dlr Stores Inc c/o Morgan Stanley	4/11
F	First Trust/Four Corners SFRI Fund II c/o Morgan Stanley	2/11
F	Glaxo Smith Kline c/o Royal Alliance	8/11
F	GSI Comm Inc c/o Morgan Stanley	4/11
F	Ishr Lehman Cr Fd c/o Morgan Stanley	9/11
F	Lockheed Martin Corp c/o Royal Alliance	3/11
F	Make My Trip Ltd c/o Morgan Stanley	8/11
F	Market Vectors Gold Miners c/o Morgan Stanley	4/11
F	OCH-ZIFF Capital Management c/o Morgan Stanley	12/11
F	Pottlatch Corp c/o Royal Alliance	3/11
F	Radio Shack Corp c/o Morgan Stanley	11/11
F	Raytheon Company c/o Royal Alliance	3/11
SP	Akamai Technologies c/o Royal Alliance	3/11
SP	Aluminum Corp China, Ltd c/o Royal Alliance	12/11

F, SP, DC, JT	OWNERSHIP OR BENEFICIAL INTEREST TRANSFERRED DURING THIS DISCLOSURE PERIOD	DATE OF TRANSFER
SP	Annaly Capital Management c/o Royal Alliance	7/11
SP	Arch Coal, Inc c/o Royal Alliance	5/11
SP	Bank of Hawaii Corp c/o Royal Alliance	3/11
SP	Claymore Exchange c/o Royal Alliance	12/11
SP	Conoco Phillips P.O. Box 2197 Houston, TX 77252-2197	2/11
SP	Delta Airlines c/o Royal Alliance	3/11
SP	First Trust c/o Royal Alliance	7/11
SP	Glaxo Smith Kline c/o Royal Alliance	8/11
SP	Intel Corp c/o Royal Alliance	5/11
SP	iShares MSCI Emerging Markets Index c/o Royal Alliance	1/11
SP	iShares Trust Barclays c/o Royal Alliance	6/11
SP	Ishr Lehman Cr Fd c/o Morgan Stanley	3/11
SP	ITT Corp c/o Royal Alliance	3/11
SP	Japan Smaller Capitalization Fund c/o Royal Alliance	12/11
SP	Las Vegas Sands Corp c/o Royal Alliance	7/11
SP	Lockheed Martin Corp c/o Royal Alliance	3/11
SP	MGM Resorts c/o Royal Alliance	5/11
SP	New Gold, Inc c/o Royal Alliance	5/11
SP	Petroleo Brasileiro SA c/o Royal Alliance	5/11
SP	Pottlatch Corp c/o Royal Alliance	3/11
SP	Raytheon Company c/o Royal Alliance	3/11
SP	Sky-Mobi, Ltd c/o Royal Alliance	12/11
SP	SPDR Index c/o Royal Alliance	3/11
SP	SPDR S&P International Techno Sec. c/o Royal Alliance	3/11
SP	T Rowe Price c/o Royal Alliance	7/11
SP	Teck Res, Ltd c/o Royal Alliance	12/11
SP	Titanium Metals Corp c/o Royal Alliance	7/11
SP	Travelers Companies, Inc c/o Royal Alliance	3/11
SP	Vanguard Index c/o Royal Alliance	5/11

**HAWAII STATE ETHICS COMMISSION
DISCLOSURE OF FINANCIAL INTERESTS (LONG FORM)
ATTACHMENT
Richard Curtis Lim
June 9, 2012**

ITEM 5: OFFICERSHIPS, DIRECTORSHIPS, TRUSTEESHIPS

F, SP, DC, JT	NAME AND ADDRESS OF BUSINESS	TITLE HELD	TERM OF OFFICE	ANNUAL COMPENSATION
F	Korean American Foundation	Treasurer	2009 - present	A
F	Chaminade University 3140 Waiialae Avenue Honolulu, HI 96816	Board of Advisors	2010 - present	A
F	Daihonzan Chozenji 3565 Kalihi Street Honolulu, HI 96819	Director	2005 - present	A
F	Hawaii Technology Development Venture 2800 Woodlawn Drive, #192 Honolulu, HI 96822	Advisor	2000 - 2010	A
F	University of Hawaii Ohana Tennis 1337 Lower Campus Road Honolulu, HI 96822	Advisor	2010	A
F	Pacific Rim Foundation 2229 Hikino Street Honolulu, HI 96821	Director	1990 - present	A

ITEM 6: INTERESTS IN REAL PROPERTY HELD, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State held during the disclosure period, if the interest has a value of \$10,000 or more. Real property that is your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP,DC,JT	STREET ADDRESS	TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	VALUE
JT	4970 Kilauea Avenue, #311 Honolulu, HI 96816	1-3-5-017-035-0171-000	H
JT	1068 Noio Street Honolulu, HI 96816	1-3-5-030-008	K

Check here if entry is None

Check here if additional sheets are attached

ITEM 7: INTERESTS IN REAL PROPERTY ACQUIRED, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State acquired during the disclosure period, if the interest has a value of \$10,000 or more. Real property that is your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP,DC,JT	STREET ADDRESS AND TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	AMOUNT & NATURE OF CONSIDERATION PAID	NAME OF PERSON RECEIVING THE CONSIDERATION

Check here if entry is None

Check here if additional sheets are attached

ITEM 8: INTERESTS IN REAL PROPERTY TRANSFERRED, EXCLUDING PERSONAL RESIDENCE(S)

List interests in real property in or outside of the State transferred during the disclosure period, if the interest has a value of \$10,000 or more. Real property that was your personal residence or the personal residence of your spouse or dependent children need not be listed.

F,SP,DC,JT	STREET ADDRESS AND TAX MAP KEY NUMBER (IF TAX MAP KEY NUMBER EXISTS)	AMOUNT & NATURE OF CONSIDERATION RECEIVED	NAME OF PERSON FURNISHING THE CONSIDERATION

Check here if entry is None

Check here if additional sheets are attached

ITEM 9: CLIENTS PERSONALLY REPRESENTED BEFORE STATE AGENCIES

List the names of clients personally represented by you before state agencies, except in ministerial matters, for a fee or compensation during the disclosure period, excluding clients represented before courts.

NAME OF CLIENT	NAME OF STATE AGENCY

Check here if entry is None

Check here if additional sheets are attached

ITEM 10: CREDITOR INTERESTS IN INSOLVENT BUSINESSES

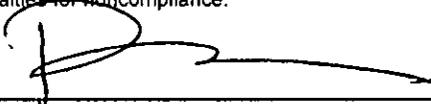
List the amount and identity of every creditor interest in insolvent businesses, held during the disclosure period, if the interest has a value of \$5,000 or more.

F,SP,DC,JT	NAME AND ADDRESS OF BUSINESS	NATURE OF BUSINESS	NATURE OF INTEREST	VALUE

Check here if entry is None

Check here if additional sheets are attached

CERTIFICATION: I hereby certify that the above is a true, correct, and complete statement to the best of my knowledge and belief. If I have a spouse and/or dependent children, I also hereby certify that I have included their interests on this form to the best of my knowledge and belief. I understand that it is a violation of State law, chapter 84, HRS, if information is not disclosed as required by chapter 84, HRS. I further understand that there are statutory penalties for noncompliance.



 SIGNATURE

6/9/12

 DATE