

**CHARTER OF THE EXECUTIVE COMMITTEE
OF THE BOARD OF DIRECTORS OF
HAWAIIAN ELECTRIC INDUSTRIES, INC.
ADOPTED SEPTEMBER 17, 2002
(AS AMENDED AS OF SEPTEMBER 18, 2007)**

I. PURPOSE OF THE COMMITTEE

The purposes of the Executive Committee (the "Committee") of the Board of Directors (the "Board") of Hawaiian Electric Industries, Inc. (the "Company") shall be to act on behalf of the Board when it is impracticable for the entire Board to do so, and to consider matters concerning the business and affairs of the Company that may arise in intervals between meetings of the Board.

II. COMPOSITION OF THE COMMITTEE

The Committee shall be comprised of three or more directors as determined from time to time by the Board, at least a majority of whom shall qualify as independent directors under the listing standards of the New York Stock Exchange (the "NYSE").

The members of the Committee shall be appointed annually to one-year terms by majority vote of the Board at its first meeting following the annual meeting of stockholders or any such time as the Board may determine. Vacancies shall be filled by majority vote of the Board. A chairperson shall be appointed by the Board. No member shall be removed except by majority vote of the Board.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Committee shall meet as often as it determines necessary to carry out its duties and responsibilities. Special meetings may be called by the chairperson of the Committee or a majority of its members. The Committee may ask members of management or others to attend all or part of any of its meetings and to provide pertinent information as necessary. A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all participating persons can hear each other shall constitute a quorum.

The Committee shall report to the Board regarding each of its meetings, including a description of all actions taken by the Committee and any recommendations to the Board. The Committee shall keep written minutes of its meetings, which minutes shall be maintained with the books and records of the Company.

IV. RESPONSIBILITIES OF THE COMMITTEE

The Committee shall be responsible for acting on behalf of the Board when it is impractical for the entire Board to do so, and for considering matters concerning the business and affairs of the Company that may arise in intervals between meetings of the Board, including matters brought to the attention of the Committee by management; provided that the Committee shall not be permitted to take any action that, pursuant to any applicable law, regulation or listing standard, must be performed by another committee of the Board or cannot be delegated to a committee of the Board. In the event that all or a portion of the senior officers of the Company should unexpectedly become unable to perform their duties, the Nonexecutive Chairman of the Board or Lead Director, as applicable, shall convene a meeting of the Committee to appoint temporary replacement officers until a meeting of the full Board is held.

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The responsibilities and duties set forth in this Charter are meant to serve as a guide, with the understanding that the Committee may diverge from the specific duties enumerated as necessary or appropriate given the circumstances, subject to compliance with applicable state and federal law. The Committee shall undertake any other action or exercise such other powers, authority and responsibilities as necessary or appropriate to the discharge of the responsibilities and duties set forth in this Charter or the Company's Bylaws, or applicable laws, rules or regulations, or as shall otherwise be determined by the Board.

While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under the applicable state and federal laws.