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Each depositor insured to at least \$250,000 per insured bank

Beneficial Ownership Filings: Filing

Form 4

Statement of Changes in Beneficial Ownership of Securities
 Filed pursuant to Section 16(a) of the Securities Exchange Act 1934

FRB OMB Number: 7100-0091
 FDIC OMB Number: 3064-0030
 OCC OMB Number: 1557-0106

Filing Information														
No longer subject to Section 16. Form 4 or Form 5 obligations may continue. <input type="checkbox"/>														
Issuer Name			Ticker or Trading Symbol			Date of Earliest Transaction Required to be Reported			If Amendment, Date of Original Filing					
First Republic Bank			FRC			05/13/2014								
Filer Information														
Name of Reporting Person		Street Address				City		State		ZIP Code	Relationship of Reporting Person to Issuer			
Lichtman B. David		c/o First Republic Bank 111 Pine Street, 2nd Floor				San Francisco		CA		94111	Officer Description: Executive Vice President and Chief Credit Officer			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Title of Security		Transaction Date	Deemed Execution Date	Transaction Code	V	Amount of Securities Acquired or Disposed of		Price of Securities Acquired or Disposed of	Amount of Securities Beneficially Owned Following Reported Transactions		Ownership Form	Nature of Indirect Beneficial Ownership		
Common Stock(1)(2)									37,791 Shares		Direct			
Common Stock		05/13/2014		M		8,513 Shares (A)		\$15.00	10,000 Shares		Indirect	By Spouse		
Common Stock		05/13/2014		F		2,478 Shares (D)		\$51.55	7,522 Shares		Indirect	By Spouse		
Common Stock(3)		05/13/2014		S		7,522 Shares (D)		\$51.02	0 Shares		Indirect	By Spouse		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Title of Derivative Security	Conversion or Exercise Price of Derivative	Transaction Date	Deemed Execution Date	Transaction Code	V	Number of Derivative Securities Acquired or	Date Exercisable	Expiration Date	Title of Underlying Securities	Amount of Underlying Securities	Price of Derivative Security	Number of Derivative Securities Beneficially	Ownership Form of Derivative Securities	Nature of Indirect Beneficial Ownership

	Security				Disposed of						Owned Following Reported Transactions		
Employee Stock Option (right to buy) (4)	\$15.00						07/01/2020	Common Stock			72,000	Direct	
Employee Stock Option (right to buy) (5)	\$15.00						07/01/2020	Common Stock			33,000	Direct	
Employee Stock Option (right to buy) (6)	\$15.00	05/13/2014		M	8,513 Shares (D)		07/01/2020	Common Stock	8,513 Shares		36,487	Indirect	By Spouse
Restricted Stock Units (7)							04/23/2016	Common Stock			2,500	Indirect	By Spouse
Restricted Stock Units (8)							03/01/2017	Common Stock			3,750	Indirect	By Spouse

Explanation of Responses

(1) 15,000 shares are subject to a restricted stock award made on March 22, 2012 and 3,750 shares subject to such restricted stock award become vested on each March 22, 2013, 2014, 2015 and 2016.

(2) A restricted stock award of 20,000 shares was made on March 1, 2013 and 5,000 shares become vested on each March 1, 2014, 2015, 2016 and 2017, in each case dependent on the achievement of certain performance goals.

(3) These shares were sold at prices between \$51.00 and \$51.05.

(4) The option becomes exercisable with respect to 33,000 shares on July 1, 2011, and on each April 30 of 2012, 2013 and 2014, in each case dependent on the achievement of certain performance goals.

(5) The option becomes exercisable with respect to 8,250 shares on each July 1 of 2011, 2012, 2013 and 2014.

(6) The option becomes exercisable with respect to 15,000 shares on July 1, 2011, and on each April 30 of 2012, 2013 and 2014, in each case dependent on the achievement of certain performance goals.

(7) Restricted Stock Units (RSUs) are awarded under the Company's 2010 Omnibus Award Plan and 1,250 units vest annually on April 23, 2013, 2014, 2015 and 2016.

(8) An award of 5,000 RSUs was made on March 1, 2013 and 1,250 units vest annually on March 1, 2014, 2015, 2016 and 2017, in each case dependent on the achievement of certain performance goals.

* Signed by: _____ (/s/David B. Lichtman) Date: 05/15/2014

The agencies are collecting the information on Forms 3, 4, and 5 pursuant to 15 USC 78l, to assist investors in making investment decisions. The burden estimate for providing the required information on Forms 3, 4, and 5 ranges from 0.5 to 1.0 hour for each form. Comments on the accuracy of this burden estimate and suggestions for reducing this burden may be addressed to PRA Clearance Officer, Legal Division, FDIC, 550 17 St. NW, Washington, DC 20429 (for State nonmember banks); Cindy Ayouch, Division of Research and Statistics, Board of Governors of the Federal Reserve System, 20th & C St., NW, Mailstop 41, Washington, DC 20551 (for State member banks); or Jessie Dunaway, Clearance Officer, Legislative and Regulatory Activities Division, Office of the Comptroller of the Currency, 250 E Street, SW, Mailstop 8-4, Washington, DC 20219 (for National banks); or Marilyn Burton, Senior Paralegal (Regulations), Chief Counsel, Regulations & Legislation. The agencies may not conduct or sponsor, and a respondent is not required to respond to, an information collection unless it displays a currently valid Office of Management and Budget (OMB) control number.

* Intentional misstatements or omission of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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