

FEDERAL DEPOSIT INSURANCE CORPORATION

Washington, D.C. 20429

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): November 13, 2014

FIRST REPUBLIC BANK

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction
of incorporation)

80-0513856
(I.R.S. Employer
Identification No.)

111 Pine Street, 2nd Floor
San Francisco, CA 94111
(Address, including zip code, of principal executive office)

Registrant's telephone number, including area code: (415) 392-1400

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 13, 2014, First Republic Bank (the “Bank”) appointed Michael J. Roffler, its Senior Vice President and Deputy Chief Financial Officer, as Executive Vice President and Chief Financial Officer of the Bank, effective January 1, 2015. Mr. Roffler will succeed Willis H. Newton Jr., who has served as the Bank’s Chief Financial Officer for the past 26 years. Mr. Newton announced his plan to retire from the Bank at the end of 2014, and will continue to serve as the Bank’s Executive Vice President and Chief Financial Officer until his retirement on December 31, 2014.

Mr. Roffler, 43, has served as Senior Vice President and Deputy Chief Financial Officer since he joined the Bank in November 2009. He serves as the Bank’s Principal Accounting Officer. Previously, Mr. Roffler was a Certified Public Accountant with KPMG LLP for sixteen years, five of which were as an audit partner. Mr. Roffler is a graduate of Marquette University, B.S. Accounting, 1993.

Item 7.01 Regulation FD Disclosure.

On November 17, 2014, the Bank issued a press release announcing the appointment of Mr. Roffler as Chief Financial Officer and Mr. Newton’s retirement. A copy of the press release is attached hereto as Exhibit 99.1. The information furnished by the Bank pursuant to this item, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liability of that section, and shall not be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1 Press Release, dated November 17, 2014.

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.

Date: November 17, 2014

First Republic Bank

By: /s/ Jonathan N. Santelli
Name: Jonathan N. Santelli
Title: Senior Vice President and Deputy
General Counsel

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
Exhibit 99.1	Press Release, dated November 17, 2014.



FIRST REPUBLIC BANK
It's a privilege to serve you®

PRESS RELEASE

IMMEDIATE RELEASE

MIKE ROFFLER NAMED CHIEF FINANCIAL OFFICER OF FIRST REPUBLIC BANK

Current CFO Willis Newton Set To Retire At End of 2014

SAN FRANCISCO, Nov. 17, 2014 – First Republic Bank (NYSE: FRC), a leading private bank and wealth management company, today announced that Mike Roffler, Deputy Chief Financial Officer for the past five years, has been named Executive Vice President, Chief Financial Officer effective Jan. 1, 2015.

Roffler succeeds Willis Newton, who has served as CFO of First Republic for the past 26 years.

Newton joined First Republic in 1988 as Chief Financial Officer and played a key role in the Bank's growth. In 2011, Newton was named CFO of The Year by *The San Francisco Business Times*. Newton was instrumental in First Republic's divestiture in 2010 from Bank of America, including its \$1.8 billion capital raise, second IPO and secondary common stock offerings.

"It has been a great privilege and true pleasure to work with Willis for the past 26 years," said Chairman and CEO Jim Herbert. "Willis is a consummate professional whose expertise and judgment have helped First Republic become one of the nation's most successful financial services companies. We are pleased Willis will remain engaged with First Republic as a consultant, while having time to enjoy a well-deserved retirement."

Roffler joined First Republic in 2009 and has had direct responsibility for accounting, tax, and both financial and regulatory reporting. He was closely involved in First Republic's divestiture from Bank of America and its second IPO in December 2010. He led multiple preferred and common stock offerings, and a senior debt offering. Prior to joining First Republic, Roffler worked for 16 years in the audit practice at KPMG and became a Partner in 2004. At KPMG, he served numerous financial services organizations and worked as a licensed CPA. Roffler has a Bachelor of Science degree in accounting from Marquette University and more recently completed the Stanford Executive Program.

"Mike Roffler is an exceptional leader whose extensive experience in the capital markets, balance sheet management and investor relations has helped drive First Republic's success over the past five years," Herbert said. "Mike fully understands First Republic's business model and has become a key part of our culture."

About First Republic Bank

Founded in 1985, First Republic and its subsidiaries offer private banking, private business banking and private wealth management, including investment, trust and brokerage services. First Republic specializes in delivering exceptional, relationship-based service, with a solid commitment to

responsiveness and action. Services are offered through preferred banking or wealth management offices primarily in San Francisco, Palo Alto, Los Angeles, Santa Barbara, Newport Beach, San Diego, Portland, Boston, Palm Beach, Greenwich and New York City. First Republic offers a complete line of banking products for individuals and businesses, including deposit services, as well as residential, commercial and personal loans. For more information, visit www.firstrepublic.com.

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