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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			02/27/2015							
Filer Information														
Name of Reporting Person		Street Address				City		State	ZIP Code	Relationship of Reporting Person to Issuer				
David B. Lichman		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)(3)	02/27/2015		F		2,609 Shares (D)	\$57.00	34,602 Shares	Direct						
Common Stock	02/27/2015		M		1,250 Shares (A)	\$57.00	1,250 Shares	Indirect	By spouse					
Common Stock(4)	02/27/2015		F		542 Shares (D)	\$57.00	708 Shares	Indirect	By spouse					
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Title of Derivative Security	Conversion or Exercise Price of	Transaction Date	Deemed Execution Date	Transaction Code	V	Number of Derivative Securities	Date Exercisable	Expiration Date	Title of Underlying Securities	Amount of Underlying Securities	Price of Derivative Security	Number of Derivative Securities	Ownership Form of Derivative	Nature of Indirect Beneficial

	Derivative Security				Acquired or Disposed of					Beneficially Owned Following Reported Transactions	Securities	Ownership
Employee Stock Option(right to buy)(5)	\$15.00						07/01/2020	Common Stock		105,000	Direct	
Employee Stock Option(right to buy)(5)	\$15.00						07/01/2020	Common Stock		36,487	Indirect	By spouse
Restricted Stock Units(6)							04/23/2016	Common Stock		2,500	Indirect	By spouse
Restricted Stock Units(7)		02/27/2015		M	1,250 Shares (D)		03/01/2017	Common Stock	1,250 Shares	2,500	Indirect	By spouse
Restricted Stock Units(8)							06/16/2018	Common Stock		5,000	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 became vested on each March 1, 2014, 2015, 2016 and 2017, in each case dependent on the achievement of certain performance goals.
- (3) 2,609 shares were withheld (not sold) on February 27, 2015 to pay income tax obligations upon vesting of restricted stock.
- (4) 542 shares were withheld (not sold) on February 27, 2015 to pay income tax obligations upon vesting of restricted stock.
- (5) The options with respect to the shares of common stock are currently exercisable.
- (6) 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.
- (7) 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.
- (8) An award of 5,000 RSUs was made on June 16, 2014 and 1,250 units vest annually on June 16, 2015, 2016, 2017 and 2018, in each case dependent on the achievement of certain performance goals.

* Signed by: _____ (s/David B. Litchman) Date: 03/03/2015

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* 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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