

**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): January 14, 2016

**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 7.01 Regulation FD Disclosure**

Pursuant to Regulation FD, First Republic Bank (“the Bank”) hereby furnishes to the Federal Deposit Insurance Corporation slides that the Bank will present to analysts and investors on or after January 14, 2016. The slides are attached hereto as Exhibit 99.1. These slides will be available on the Bank’s website at [www.firstrepublic.com](http://www.firstrepublic.com).

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**

99.1 Slides presented by First Republic Bank to analysts and investors on or after January 14, 2016.

## 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: January 14, 2016.

First Republic Bank

By: /s/ Michael J. Roffler

Name: Michael J. Roffler

Title: Executive Vice President and  
Chief Financial Officer

## EXHIBIT INDEX

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
Exhibit 99.1	Slides presented by First Republic Bank to analysts and investors on or after January 14, 2016.

**Exhibit 99.1**



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

FIRST REPUBLIC BANK

*January 2016*

# FULL YEAR 2015

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- Deposits +29.0%
- Loans +16.4%
- Wealth management assets +35.4%
- Loan originations \$19.7 billion in 2015
- Core revenue growth +15.2% <sup>(1)</sup>
- Core earnings per share +10.2% <sup>(1)</sup>
- Tier 1 capital +20.5% <sup>(2)</sup>
- Book value per share +14.8%

(1) Core revenue and earnings per share are non-GAAP financial measures that exclude the positive impact of purchase accounting from the Bank's re-establishment as an independent institution. Also excludes a one-time gain from investment portfolio repositioning in 2014 and a one-time special dividend from the FHLB in 2015.

(2) Reflects the adoption of the Basel III Capital Rules in effect beginning January 1, 2015. See page A4 in Appendix.

# WHY FIRST REPUBLIC?

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- **Simple structure** – No holding company / only 4 subsidiaries
- **Focused business model** – Single point-of-contact
- **Simple product set** – Loans, deposits, trust and wealth management
- **Deposit-funded** – Deposit funding 90% of total liabilities
- **Strong service culture** – Intensely client-service-focused teams
- **Brand recognition** – Substantial market recognition
- **Superior credit**
- **Outperforming markets** – Urban, coastal, knowledge-based
- **Well-capitalized**
- **Consistent, broad-based leadership team**

# WHAT IS FIRST REPUBLIC TODAY?

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- Focused and simple business model
- Profitable 30 consecutive years (since inception)
- Total Bank Assets **\$59.0** billion – organic growth
- Wealth Management Assets **\$72.3** billion
- Deposit funding 90% of total liabilities
- Nonperforming Assets = 12 bps
- Tier 1 Leverage ratio = 9.21% <sup>(1)</sup>
- 68 Banking Offices – 7 bi-coastal, urban markets; average deposits per office over \$200 million

(1) Reflects the adoption of the Basel III Capital Rules in effect beginning January 1, 2015. See page A4 in Appendix.



# SIMPLE, CONSISTENT, PROVEN BUSINESS MODEL

- Single point-of-contact approach
- Over 50% of yearly growth from existing clients <sup>(1)</sup>
- Culture focused – extraordinary service
- Organic growth – satisfied clients' word-of-mouth
- Jumbo home loan a key lead for client acquisition
- Incentive structure focused on relationship building and strong credit

## Relationship-Based Business Model



**8** Products Per New Loan Client <sup>(2)</sup>

(1) See slide 7.

(2) First Republic's product per client (PPC) data reflects the number of products sold to each client with a loan originated in 2014.

# ORGANIC GROWTH DRIVERS

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## Urban Coastal Markets

- Targeted urban, coastal markets = **outperform the U.S. economy**

## Extraordinary Service / Existing Clients

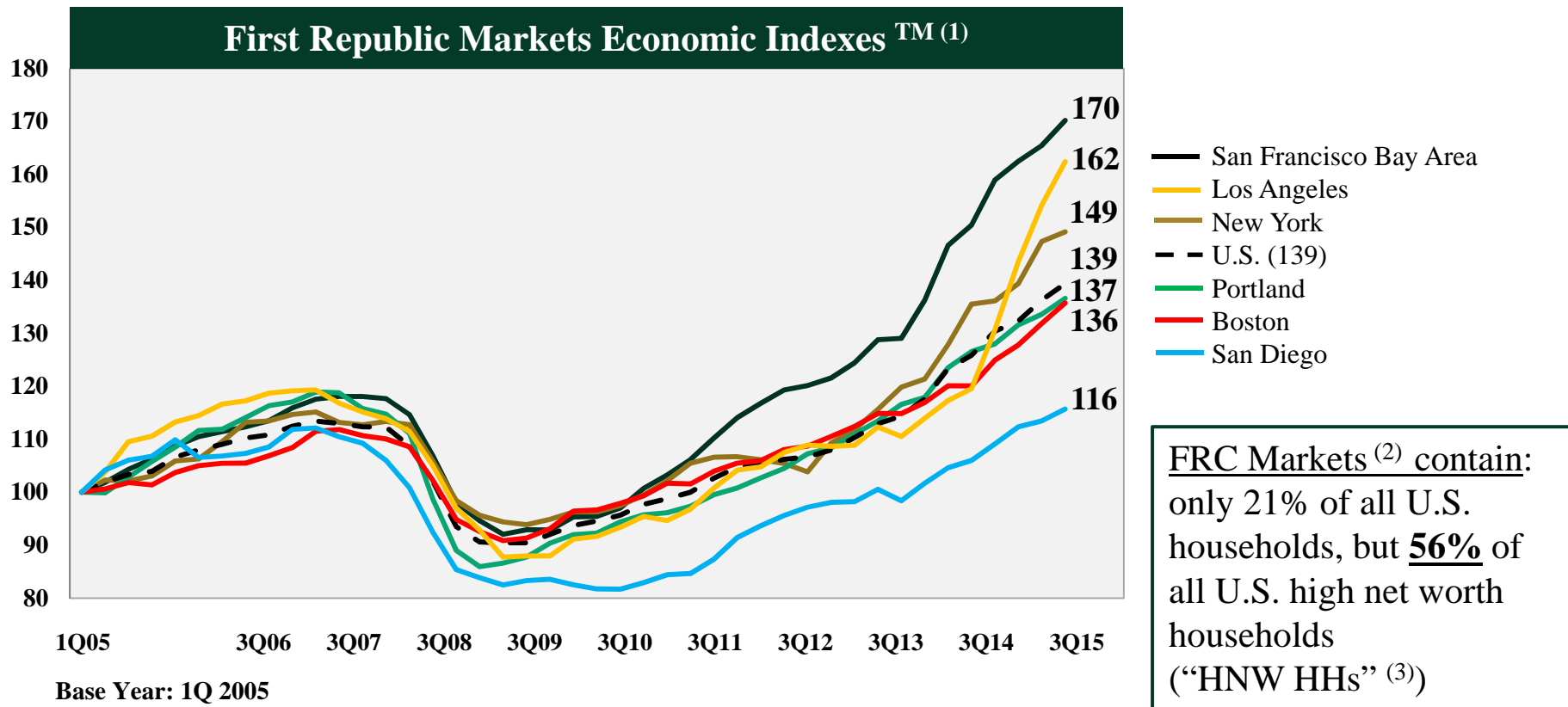
- Existing clients with strong financial growth rates, nominal attrition, increasingly complex needs = **expanding existing relationships**
- Very satisfied clients refer friends and colleagues = **new relationships**



## Other New Client Sources

- Hire new, experienced relationship managers / investment professionals
- Very focused marketing

# STRONG MARKETS = GROWTH OPPORTUNITIES



(1) The First Republic Markets Economic Index <sup>TM</sup> is a proprietary index, produced in conjunction with Rosen Consulting Group and designed to indicate aggregate economic performance of FRC’s markets utilizing publicly regularly available regional economic data.

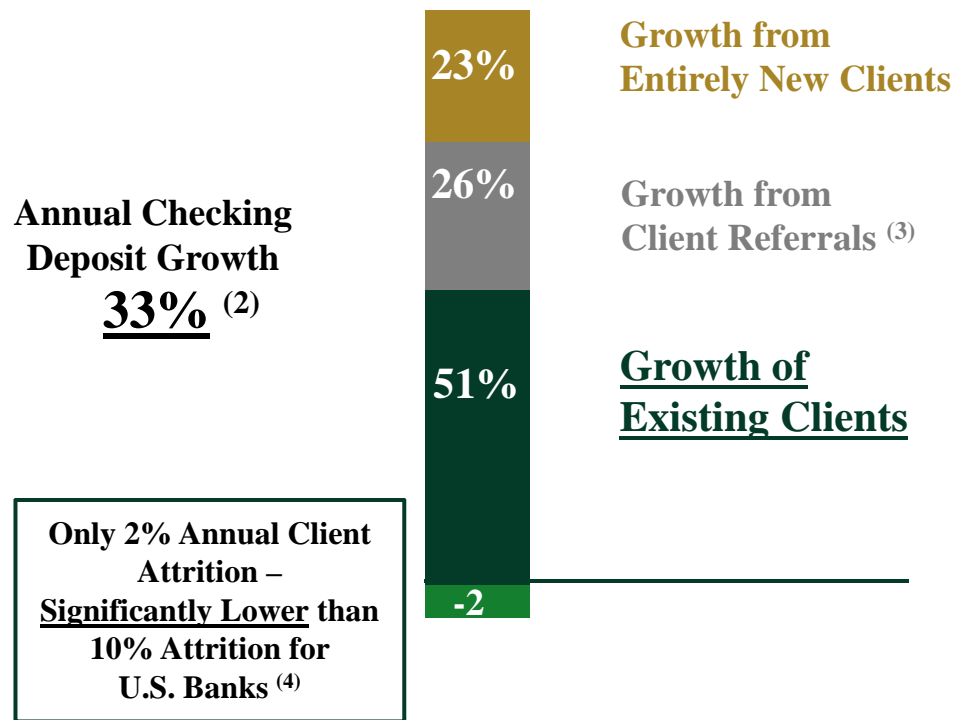
(2) Source: FRC / Capgemini Consulting study (2015). FRC Markets include San Francisco, Los Angeles, San Diego, Portland, New York, Boston, Newport Beach and Palm Beach.

(3) Consisting of those households with at least \$1 million of investable assets.

# MAJORITY OF GROWTH FROM EXISTING CLIENTS AND REFERRALS

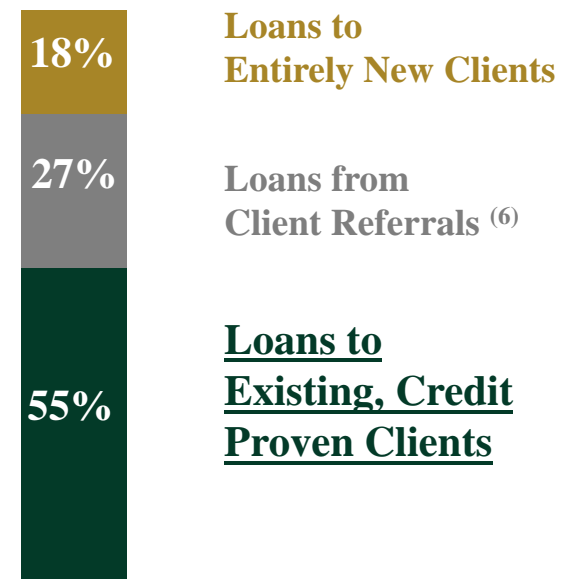
## Sources of Checking Deposit Growth <sup>(1)</sup>

Q4 2007 to Q1 2014



## Sources of New Loan Originations <sup>(5)</sup>

Q1 2014 to Q3 2014



Source: "FRC Client Growth Study" (Oliver Wyman Study; September 2014)

(1) Checking defined as all business and consumer checking, excluding money market checking.

(2) For 6-year period Q4 2007 to Q1 2014.

(3) Referrals as identified by FRC bankers.

(4) Attrition rates based on Oliver Wyman Study; September 2014.

Source: First Republic Bank

(5) Based on principal balance, for loans originated during the nine months ending September 30, 2014, excluding loans sold and held for sale.

(6) Referrals as identified by FRC bankers.

# CLIENT LOYALTY: SUPERIOR SERVICE IS KEY

## 2014 Top Service-Focused Brands <sup>(1)</sup>

	<b>77%</b>	<b>First Republic - Lead Bank</b> <i>(+3 pts from 74% in 2013)</i>
	72%	Apple
	64%	Amazon
	<b>62%</b>	<b>First Republic - Overall</b> <i>(+7 pts from 55% in 2013)</i>
	62%	Lexus
	62%	Mercedes-Benz
	48%	Virgin America
	<b>34%</b>	<b>U.S. Banking Industry <sup>(1)</sup></b>

- Net Promoter Score (“NPS”) measures client satisfaction, loyalty and likelihood to recommend/refer
- Confirms source of unusually low client attrition rates
- Represents a key driver of growth: word-of-mouth referrals from very satisfied clients

	PERSONAL BANKING		WEALTH MANAGEMENT		BUSINESS BANKING	
	First Republic	U.S. Banking Industry <sup>(2)</sup>	First Republic	U.S. Brokerage / Investment Industry <sup>(3)</sup>	First Republic	U.S. Top 10 Banks Mean <sup>(4)</sup>
<b>2014</b>	<b>59%</b> <i>77% when Lead Bank</i>	<b>34%</b>	<b>72%</b> <i>73% when Lead Bank</i>	<b>47%</b>	<b>68%</b> <i>72% when Lead Bank</i>	<b>43%</b>
<b>2013</b>	<b>53%</b> <i>75% when Lead Bank</i>	<b>18%</b>	<b>61%</b> <i>76% when Lead Bank</i>	<b>40%</b>	<b>67%</b> <i>73% when Lead Bank</i>	<b>28%</b>

(1) Satmetrix NPS. Please note: The brands listed under ‘Benchmark: 2014 Top Service-Focused Brands’ are luxury brands selected for comparison purposes.

(2) Personal Banking Source: SATMETRIX Net Promoter U.S. Consumer Benchmarks 2012 / 2014.

(3) Wealth Management Source: SATMETRIX NPS: Benchmarks 2012 and 2014 U.S. Brokerage / Investments.

(4) Business Banking Source: Greenwich Associates NPS Competitive Dynamics 2011/12 and 2013/14 U.S. Business Banking.

# OUR CLIENTS SAY IT BEST

“I’ve been banking with First Republic for several years now and they keep getting better.”

STEPHEN ROSS  
EXECUTIVE CHAIRMAN & FOUNDER, RELATED COMPANIES



“The financial health of our school has been improved by our relationship with First Republic.”

CRISTINA CASACUBERTA, DIRECTOR OF FINANCE AND OPERATIONS, THE HAMLIN SCHOOL (LEFT)

WANDA M. HOLLAND GREENE, HEAD OF SCHOOL, THE HAMLIN SCHOOL (RIGHT)



# COMMITMENT TO THE COMMUNITY

## Serving our communities a keystone of First Republic's philosophy

21% of Preferred Banking Offices in low- or moderate- income ("LMI") areas

### Lending

- Loans to non-profit schools and organizations represent 38% of the Business Banking loan portfolio. <sup>(1)</sup>
- 26% of small business loans made by First Republic were in low- or moderate- income areas. In addition, approximately \$512 million was funded for community development loans. <sup>(2)</sup>
- 20% of all residential loans (SFR and MF) reportable under the Home Mortgage Disclosure Act ("HMDA") were in low- or moderate- income areas. <sup>(2)</sup>

### Investment

- Approximately \$1 billion committed, and over \$600 million invested, in low- income housing funds. Current investments help to finance the development of approximately 14,000 affordable rental units. <sup>(3)</sup>
- Supported bridging the tech divide for micro businesses located in low- or moderate- income neighborhoods, by financing the development of mobile apps and hands-on technical assistance programs.

(1) As of December 31, 2015. Breakdown by loan type based on unpaid principal balance before reserves and discounts.

(2) For loans funded in 2014, the most recent reportable time period; percentages calculated by number of loans.

(3) As of April 30, 2015.

# COMMITMENT TO THE COMMUNITY

Engagement with the community an extension of our service-oriented culture



## Service

- Over **4,700** hours of employee community service year-to-date, emphasizing financial literacy and other needs within underserved areas. <sup>(1)</sup>
- Formal, paid “**Employee Volunteer Program**” to encourage active volunteerism during work hours.
- **40** projects supported by Bank volunteers and peer-to-peer fundraising.



## Partnership

- **18** partnership programs with community organizations and non-profits that focus on affordable housing, the arts, education and economic development.
- Supported over **280** local and national non-profit institutions with charitable contributions and grant awards. <sup>(2)</sup>

(1) From January through October 2015.

(2) For the year 2014.



# REGULATORY OVERSIGHT

- State chartered bank without a bank holding company
- Examined, supervised and regulated by the Federal Deposit Insurance Corporation (“FDIC”), the California Department of Business Oversight’s Division of Financial Institutions (“DBO”) and the Consumer Financial Protection Bureau (“CFPB”)
- Certain subsidiaries examined, supervised and regulated by the Securities Exchange Commission (“SEC”) and the Financial Industry Regulatory Authority (“FINRA”)

**Multiple work streams: Enhanced infrastructure and processes to meet heightened regulatory standards and expectations**

## COMPLETED ENHANCEMENTS

## CURRENT ACTIVITY

✓ Liquidity Stress Testing

✓ Volcker Rule Enhanced Compliance Program

✓ Dodd-Frank Mortgage Lending Regulation

✓ Enhanced Compliance Infrastructure

✓ Enhanced Internal Audit

✓ Increased Emphasis on Bank Secrecy Act/Anti-Money Laundering (BSA/AML)

✓ High Quality Liquid Assets (HQLA)  
*\$5.8 billion (10% of total assets) in eligible cash and securities at 12/31/15, to grow to 12% of total assets by 12/31/16*

✓ Enterprise Risk Management  
*Well-Along*

✓ Enhanced Data Governance and Analytics  
*Well-Along*

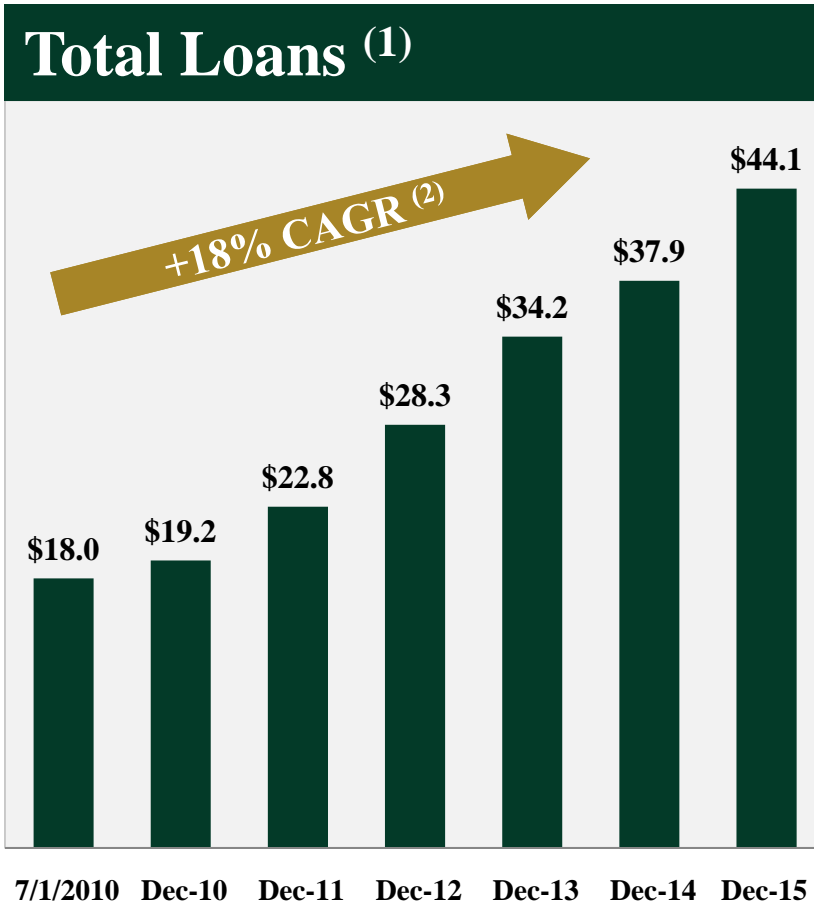
✓ Enhanced DFAST Capital Stress Testing  
*Well-Along*

✓ Resolution Plan or “Living Will”  
*In Progress*

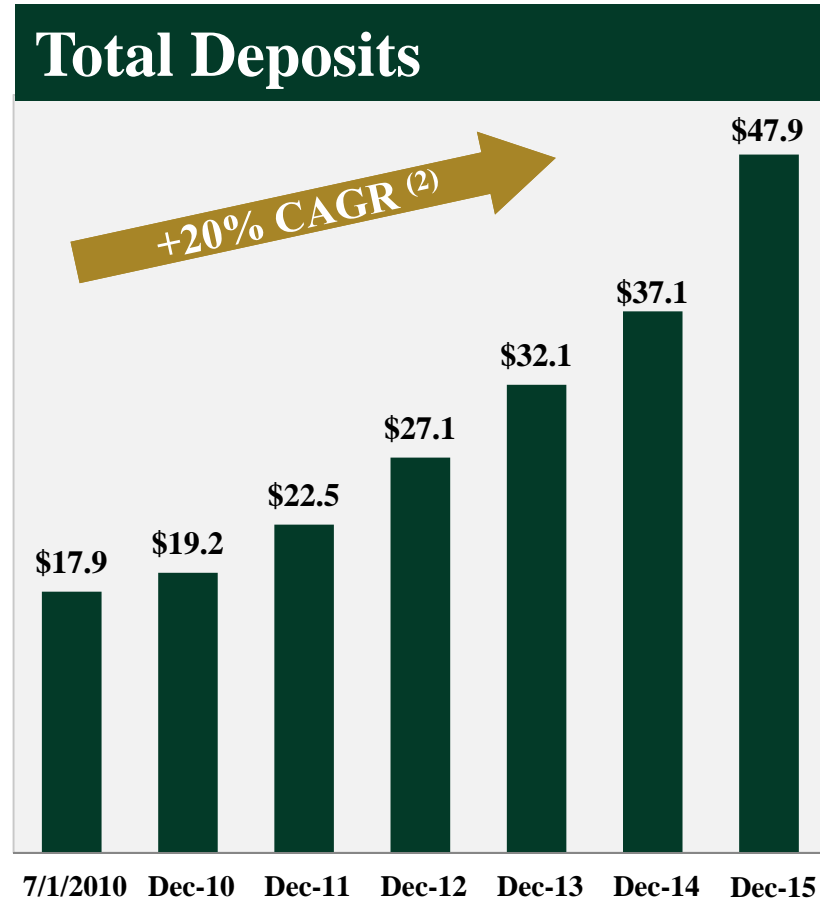
**First Republic continues to invest in all of the above, along with associated technology capabilities and staffing.**

# GROWTH SINCE REPURCHASE

\$ in Billions



\$ in Billions

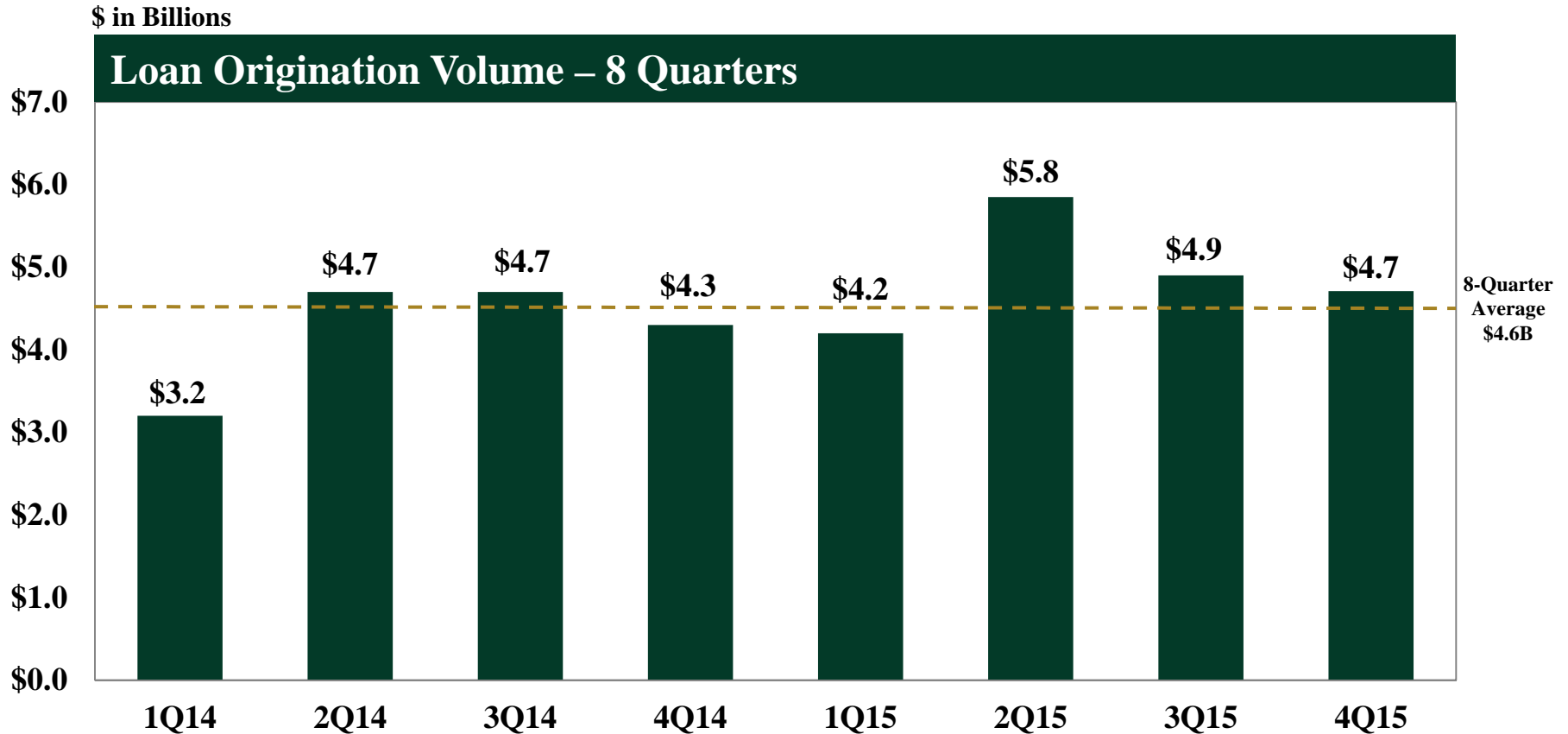


(1) Represents unpaid principal balance of loans excluding loans held for sale.

(2) 5.5-year CAGR from July 1, 2010 through December 31, 2015.

Note: First Republic Bank was sold to Merrill Lynch in September 2007; through the acquisition of Merrill Lynch it became part of Bank of America in January 2009; then it became independent again through a management led buyback in July 2010.

# LOAN ORIGINATION VOLUME



*Whether FRC holds a loan or sells it <sup>(1)</sup>, the transaction creates an opportunity to satisfy an existing client or acquire a new one, and allows FRC to cross-sell other banking and wealth management products.*

(1) First Republic retains servicing of loans sold.

# ACTIVE SECONDARY MARKET PARTICIPANT

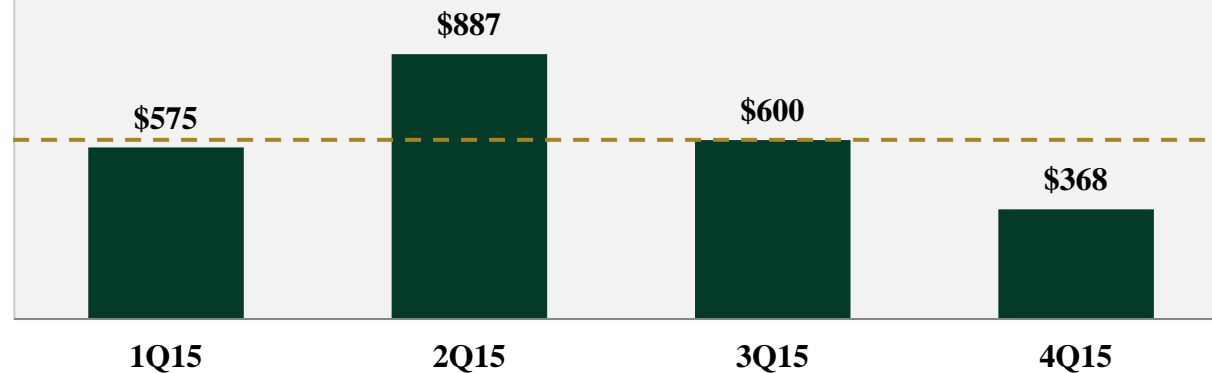
\$ in Millions

## Loan Sales <sup>(1)</sup>

*Active in the secondary market since 1985 to:*

- ✓ *Provide full range of choices*
- ✓ *Manage interest rate risk*
- ✓ *Generate sale fee income*
- ✓ *Generate servicing fee income*

----- 4-quarter average  
loan sales of \$607M

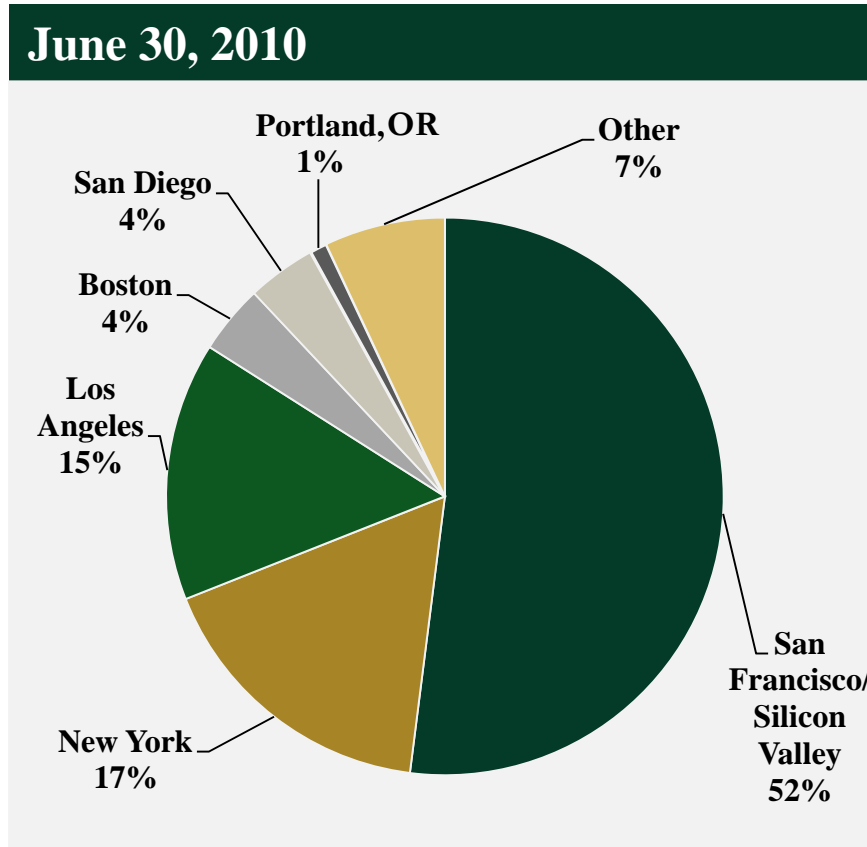


Gain on Sales Margin	0.3%	0.4%	0.5%	0.4%
Diluted Core EPS Contribution	1¢	1¢	1¢	1¢

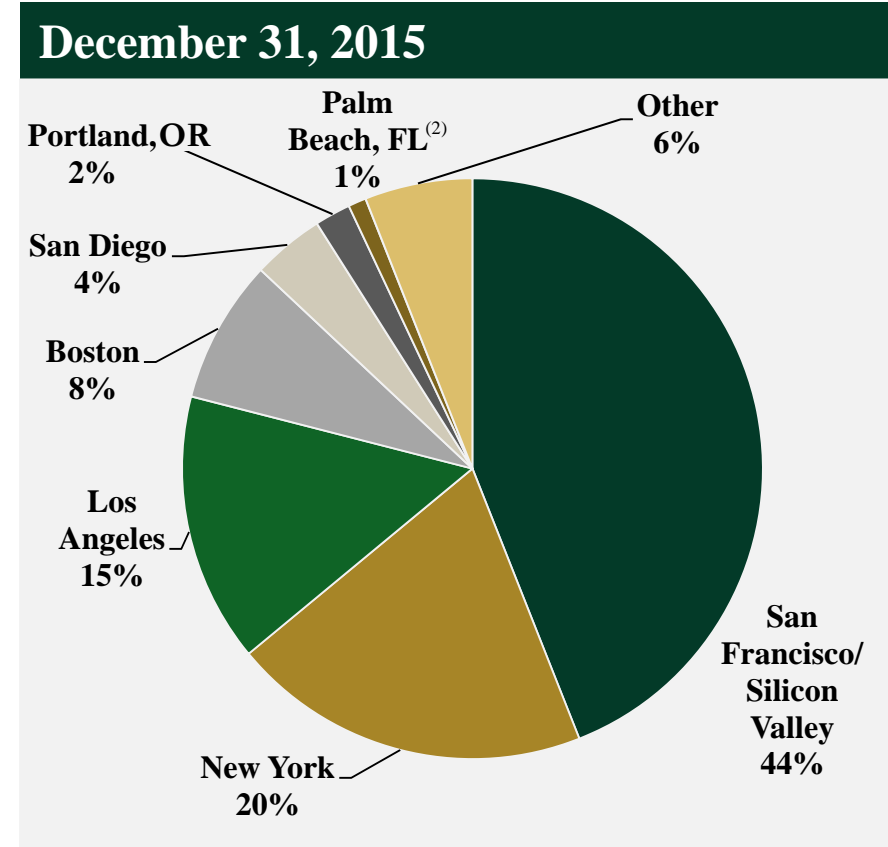
(1) First Republic retains servicing of loans sold.

# SIMPLE AND CONSISTENT LENDING – GEOGRAPHIES

- Same urban markets = no new risks
- 89% of all real estate loans are located within 20 miles of an FRB office <sup>(1)</sup>



SF/NYC/LA = 84%



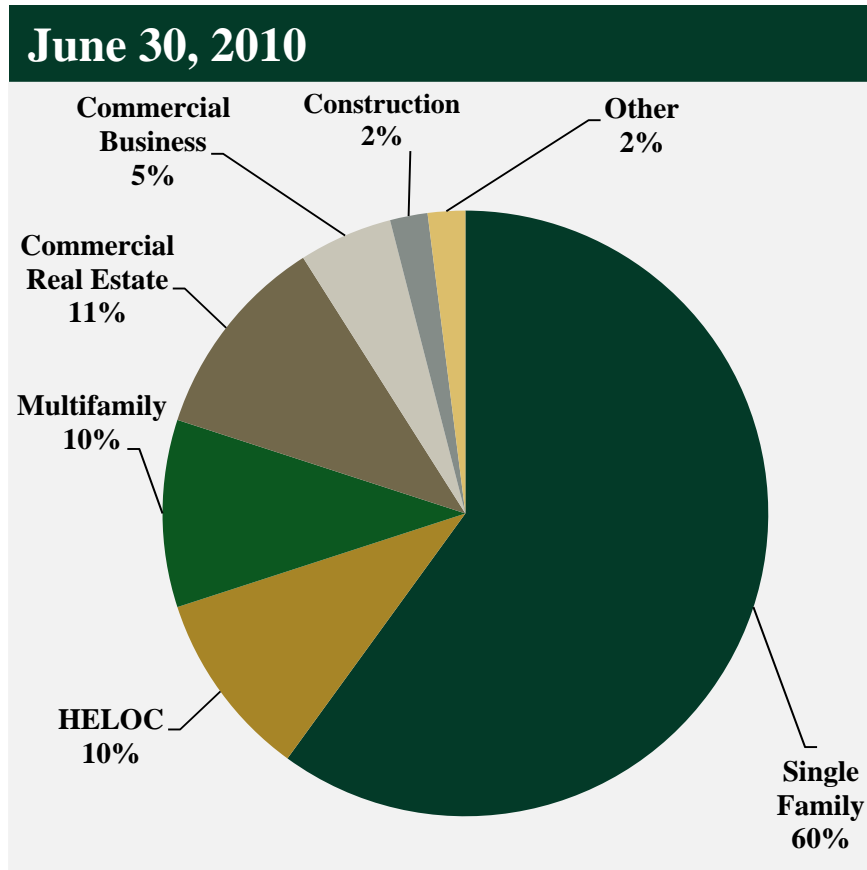
SF/NYC/LA = 79%

(1) As of December 31, 2015.

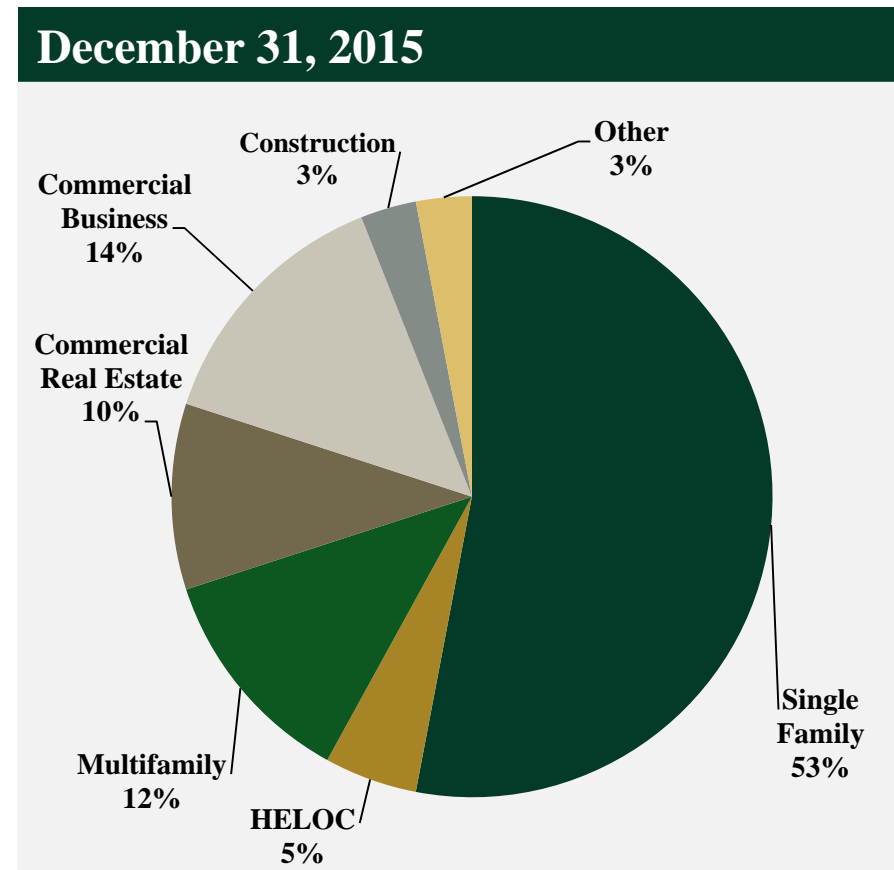
(2) Entered Palm Beach, FL, following New York and Boston clients, in 2013.

# SIMPLE AND CONSISTENT LENDING – TYPES AND MIX

- Essentially same loan types and mix



$$\text{SFR}^{(1)} = \underline{70\%} / \text{Multi} = \underline{10\%} / \text{CRE} = \underline{11\%}$$



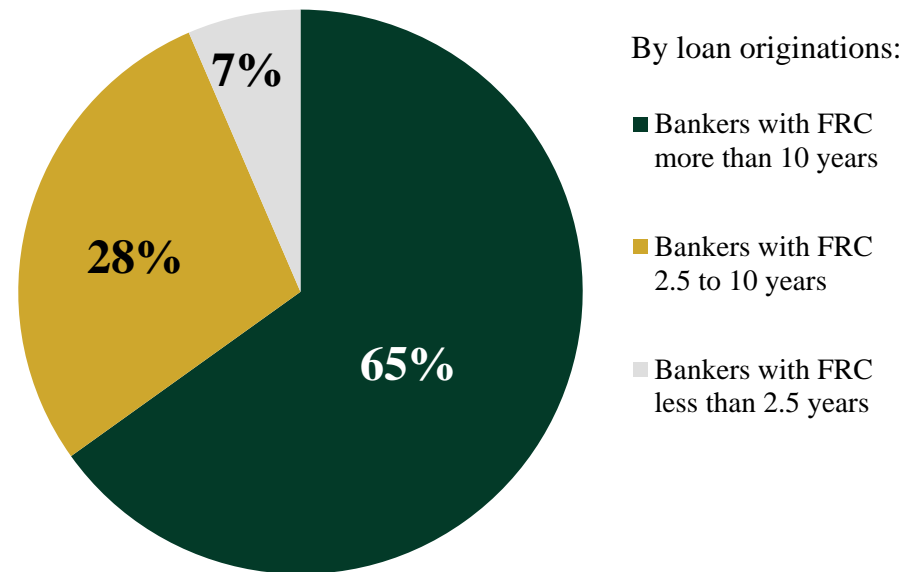
$$\text{SFR}^{(1)} = \underline{58\%} / \text{Multi} = \underline{12\%} / \text{CRE} = \underline{10\%}$$

(1) Single Family and HELOC.

# BANKER STABILITY = STRONG CREDIT

- Stability of people integral to high-touch, consistent relationship banking model
- Culture results in higher workforce retention rate, key to client service excellence
- Credit quality a cultural cornerstone, reinforced with credit clawback provision and weekly, all-company loan meeting in place since 1986
- **Since 1985, \$144.2 billion in loans originated, with cumulative charge-offs only 22 bps <sup>(1)</sup>**

**90% of all loans, since 1985, were originated by bankers still with First Republic**



(1) Includes loss experience on loans retained by Bank of America. See slides 20 and A3.

# REAL ESTATE LOAN AND BORROWER CHARACTERISTICS

## Single Family Home (“SFR”) Loan Characteristics <sup>(1)</sup>

	<u>Median</u>
<b>Loan Size</b>	<b>\$772,000</b>
<b>Loan-to-Value (“LTV”) <sup>(2)</sup></b>	<b>60%</b>

- Over 83% of total loans collateralized by real estate (only 1% of total loans unsecured) <sup>(4)</sup>

- SFR borrowers have a median FICO score of 773

## Multifamily (“MF”) Real Estate Loan Characteristics <sup>(1), (3)</sup>

	<u>Median</u>
<b>Loan / Commitment Size</b>	<b>\$1.4M</b>
<b>LTV <sup>(2)</sup></b>	<b>55%</b>

- All loans fully underwritten and documented <sup>(5)</sup>

## Commercial Real Estate (“CRE”) Loan Characteristics <sup>(1), (3)</sup>

	<u>Median</u>
<b>Loan / Commitment Size</b>	<b>\$1.8M</b>
<b>LTV <sup>(2)</sup></b>	<b>51%</b>

- Debt service coverage ratios for MF and CRE very strong

(1) Originated 1Q 2014 to 4Q 2015.

(2) LTV at origination.

(3) For term loans, balances are based on original loan amount. For lines of credit, amounts are based on total commitment.

(4) As of December 31, 2015.

(5) Includes all originations even if sold / servicing retained.



# 30 YEARS OF SUPERIOR CREDIT QUALITY

## Historical Losses by Loan Type – All Originated Loans

*Includes loss experience on loans retained by Bank of America at repurchase <sup>(1)</sup>*

\$ in Millions

	Years of Origination	Total Originations (\$)	30 Years <u>Cumulative</u> Net Losses <sup>(5)</sup>	
			(\$)	(%)
<b>Single Family Residential <sup>(2)</sup></b>	<b>1985 – 2015</b>	<b>\$88,429</b>	<b>\$65.1</b>	<b>0.07%</b> ←
Construction	1990 – 2015	6,822	26.8	0.39
Commercial Real Estate	1989 – 2015	10,374	66.8	0.64
Multi-Family Residential <sup>(3)</sup>	1989 – 2015	10,721	68.6	0.64
Commercial Business Loans <sup>(4)</sup>	2000 – 2015	20,799	83.7	0.40
Unsecured Loans	2000 – 2015	3,380	7.2	0.21
Other Secured Loans	2000 – 2015	3,703	3.7	0.10
<b>Cumulative</b>	<b>1985 – 2015</b>	<b>\$144,228</b>	<b>\$321.9</b>	<b>0.22%</b> ←

(1) First Republic Bank was sold to Merrill Lynch in September 2007; through the acquisition of Merrill Lynch it became part of Bank of America in January 2009; then it became independent again through a management led buyback in July 2010.

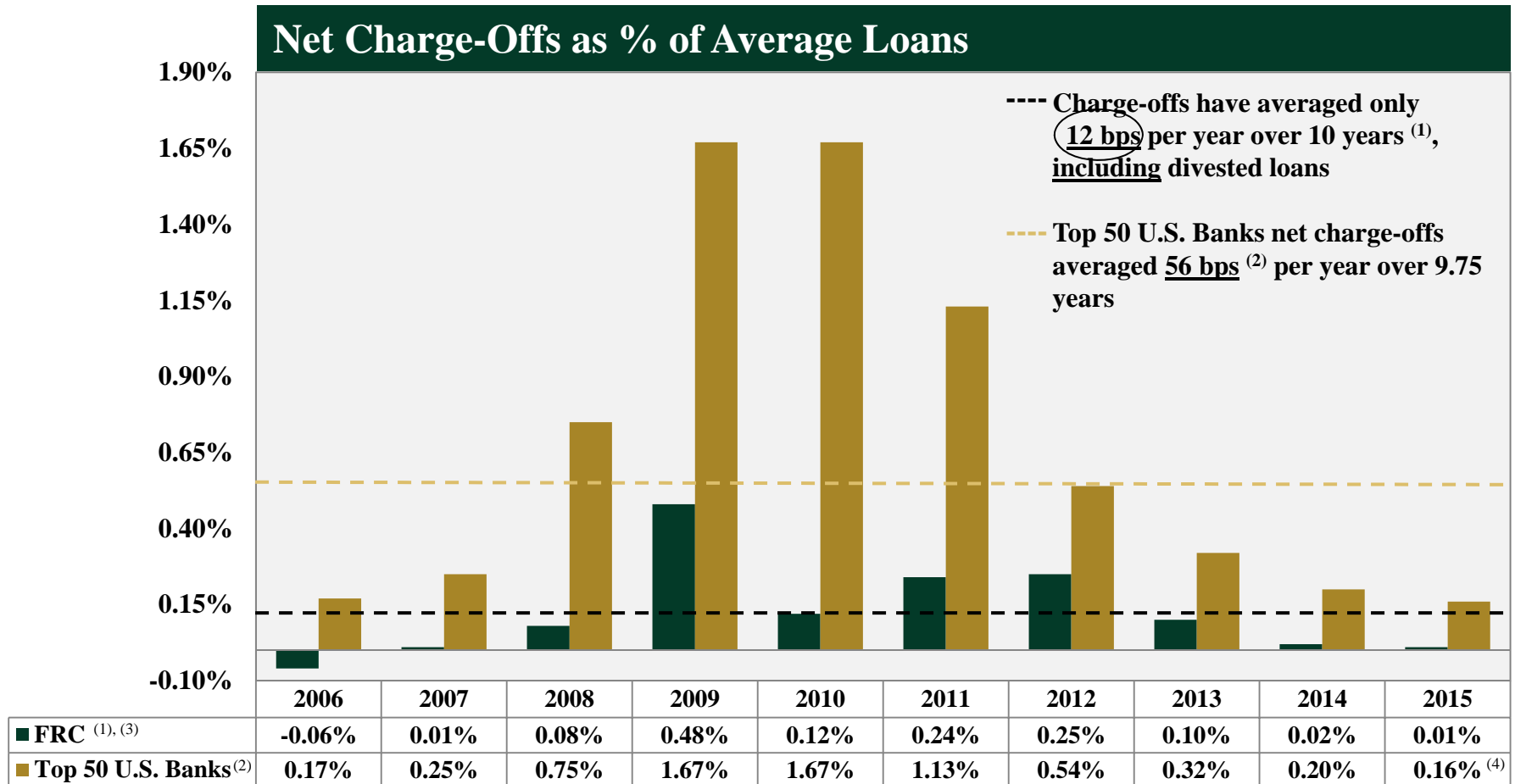
(2) Originations include Single Family Mortgages, Home Equity Lines of Credit, Single Family Owner Occupied Construction Loans, as well as all SFR loans sold in Secondary Market. Includes a \$7.4MM loss in 2006/07 related to a business loan fraud in New York.

(3) Losses were concentrated in lower-end, brick apartment buildings in Los Angeles in the mid-1990s.

(4) Includes a business loan loss of \$40 million involving fraud.

(5) Includes estimated charge-offs on divested loans for period from July 1, 2010 to September 30, 2014. See page A3 in Appendix.

# CHARGE-OFF EXPERIENCE – INCLUDING DIVESTED LOANS



(1) Includes estimated charge-offs on divested loans for period from July 1, 2010 to September 30, 2014. See page A3 in Appendix.

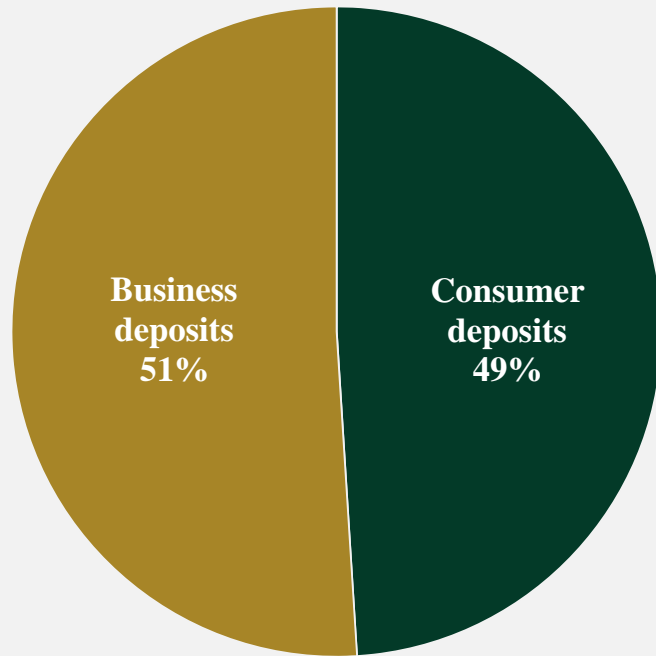
(2) Comprised of the median for the top 50 U.S. banks by asset size as of December 31 of each corresponding year, and September 30, 2015.

(3) Beginning in 2009, net charge-offs include charge-offs against unaccreted loan discounts, if any.

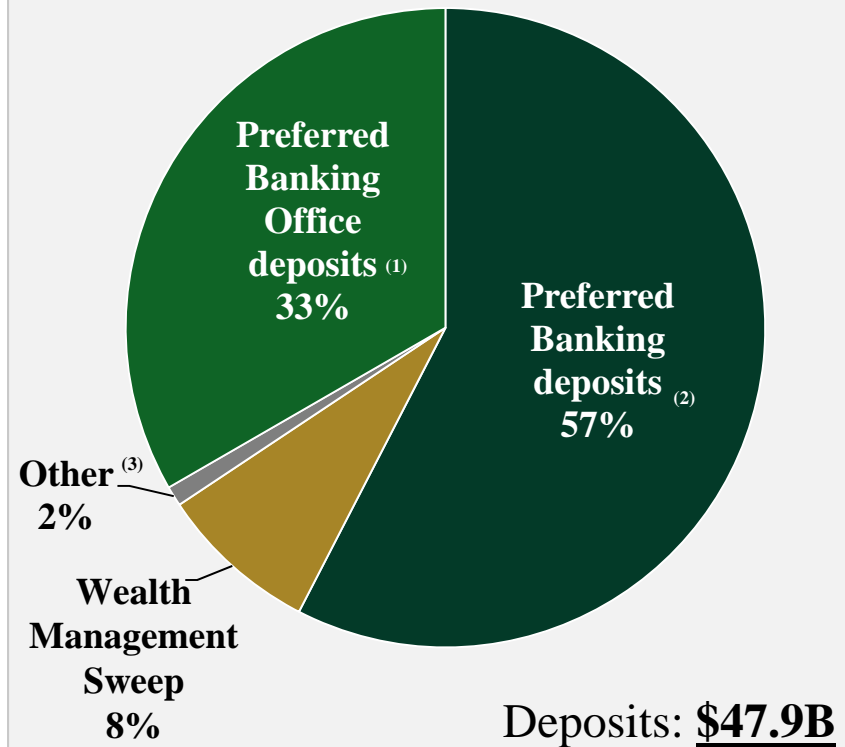
(4) Calculated on an annualized basis. For nine months ended September 30, 2015.

# DEPOSIT BASE – DIVERSIFIED SOURCES

**By Client Type 12/31/15**



**By Channel 12/31/15**



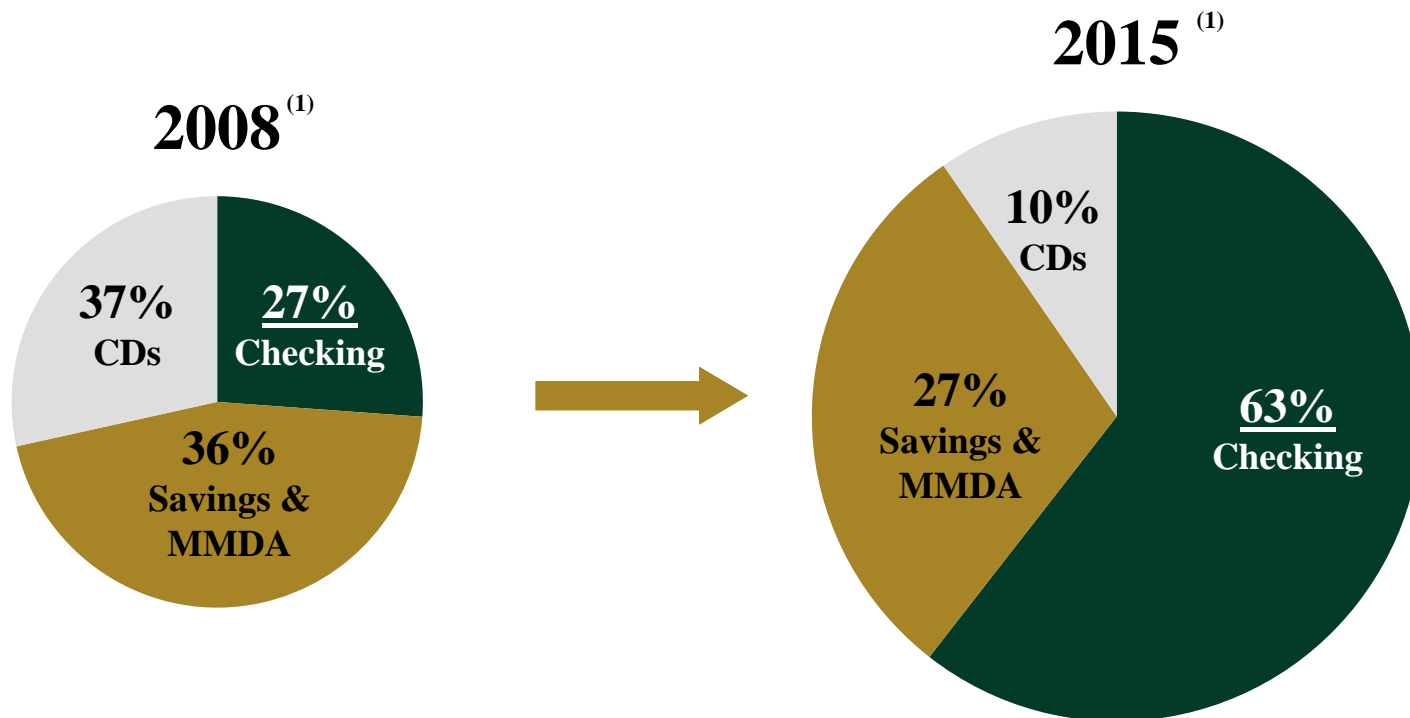
(1) Preferred Banking Office deposits refers to our retail locations that gather deposits.

(2) Preferred Banking deposits are sourced from relationship managers, business bankers, preferred bankers or wealth management professional clients.

(3) Other deposits consist primarily of institutional and operational deposits not attributable to any specific deposit location.

# DEPOSIT MIX OVER TIME

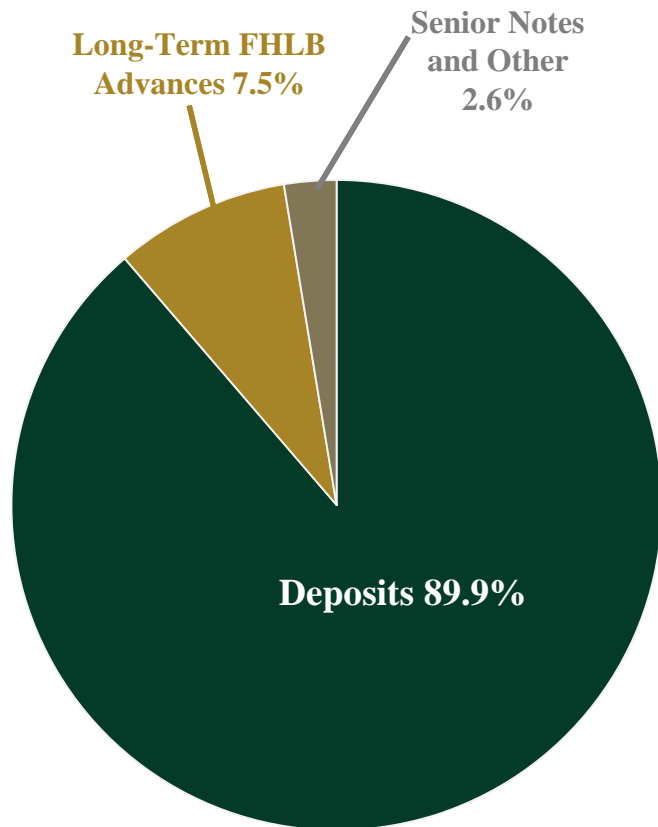
**Deposit Mix Improvement Over Time**  
**Checking 27% in 2008, Increased to 63% in 2015**



(1) Based on balance at period-end.

# STABLE DEPOSIT-FUNDING

## By Source 12/31/15



- FRB is almost entirely deposit-funded:
  - **Deposit funding 90% of total liabilities**
- We use traditional funding sources - not reliant on debt funding
  - Total debt funding <sup>(1)</sup> less than 9% of liabilities
  - Short-term debt funding <sup>(2)</sup> under 2% of total liabilities

(1) Comprised of FHLB term advances (\$4.0B), senior notes (\$397M), securities sold under agreement to repurchase (\$100M), and other borrowings (\$30M).

(2) Comprised of FHLB advances (original average term = 4.7 years) with remaining maturity one year or less and securities sold under agreements to repurchase.

## DEPOSIT FRANCHISE – PERSPECTIVE ON OPERATIONAL SIZE

	# of Deposit Accounts
<b>First Republic Bank</b>	<b>322,000</b>
	vs.
<b>U.S. Industry Average Banks with total assets of \$35-65 billion</b>	<b>1,404,000</b>

- First Republic has approximately 1/4 the number of accounts of U.S. banks with total assets of \$35-65 billion
- Less accounts translates to:
  - A greater ability for oversight per account, and
  - A greater ability to provide extraordinary service per relationship

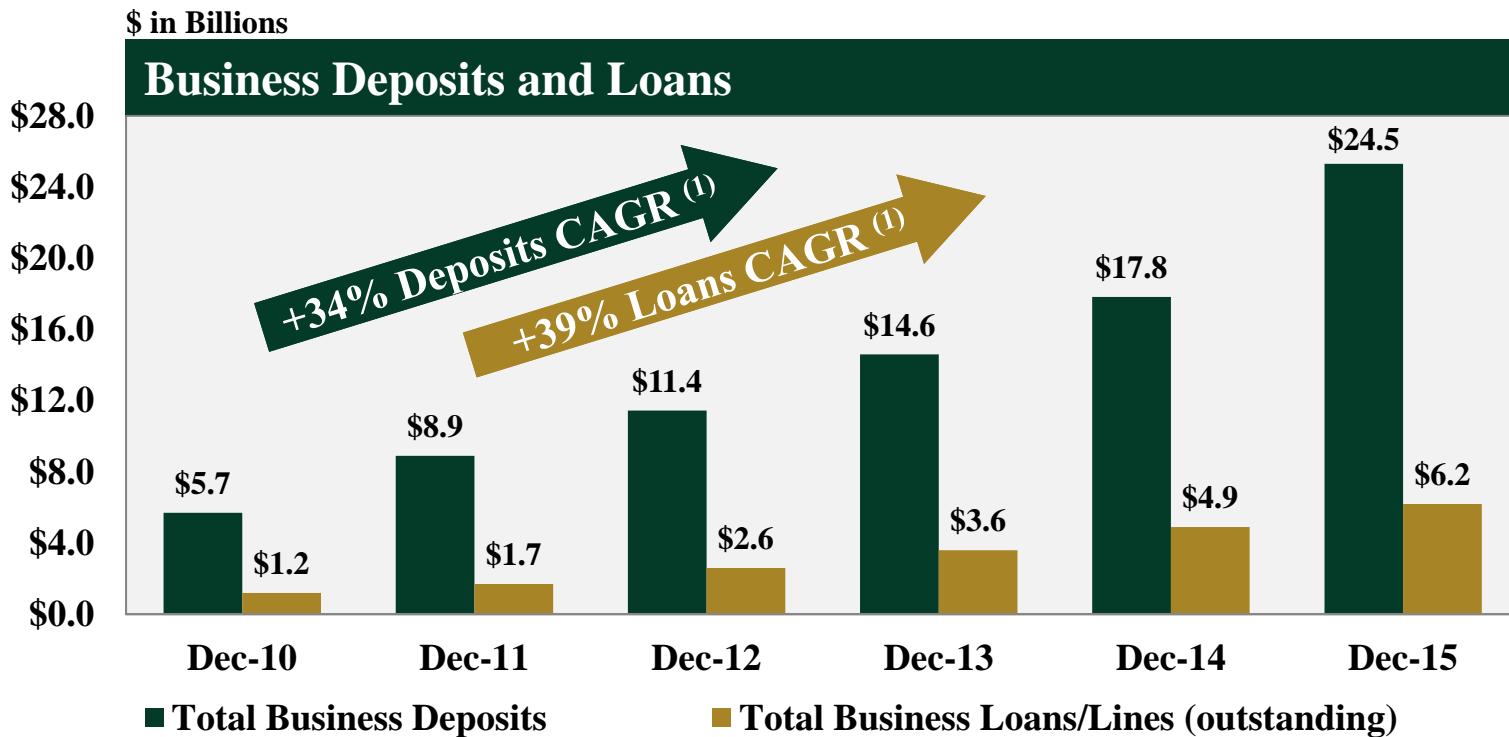
Source: SNL Financial and Company Analysis; data as of September 30, 2015.

# BUSINESS BANKING

A substantial portion of Business Banking = direct result of very satisfied personal banking clients leading us to their businesses or non-profits

As of 12/31/15:

- Average business loan: \$2.7M
- Average business deposit: \$325K
- 3.9 to 1 deposits/loans outstanding
- Business deposits cost 4Q15 = 2 bps



(1) 5-year CAGR from December 31, 2010 through December 31, 2015.

# BUSINESS BANKING LOAN PORTFOLIO

Loan Type <sup>(1)</sup>	%
Non-Profit Organizations / Schools	38%
Private Equity / Venture Capital Funds	27%
Investment Firms	8%
Entertainment Industry	5%
Real Estate Related Entities	5%
Aviation / Marine	4%
Professional Service Firms	3%
Clubs and Membership Organizations	3%
Vineyards / Wine	2%
Other	5%
<b>Total</b>	<b>100%</b>

- Business loans represent 14% of total loan portfolio <sup>(1)</sup>
- Focused on targeted verticals with substantial lending expertise and experience

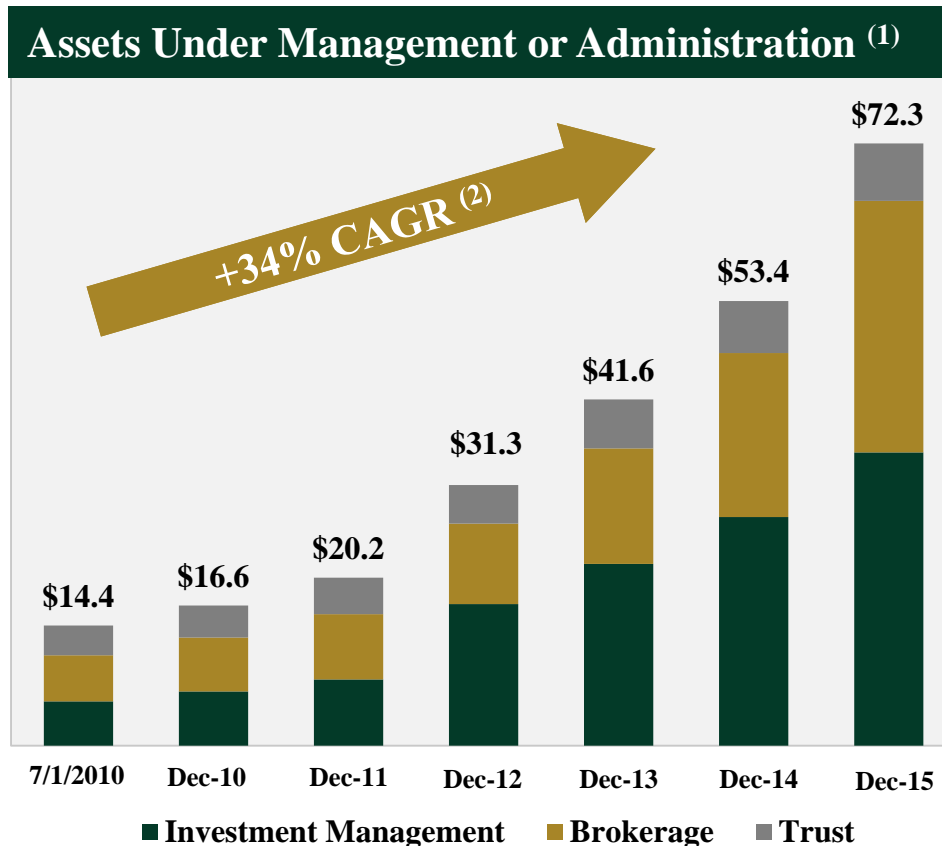
(1) As of December 31, 2015. Based on unpaid principal balance before reserves and discounts.



# PRIVATE WEALTH MANAGEMENT

- Wealth management professionals are adding client assets: AUM +22.9% for the 4<sup>th</sup> quarter and +35.4% compared to a year ago

\$ in Billions



## Investment Management, Brokerage and Trust

- Simple, integrated model / One brand
- Open architecture / Unbiased perspective
- Financial Planning
- Acquisition of Constellation Wealth Advisors on October 1, 2015

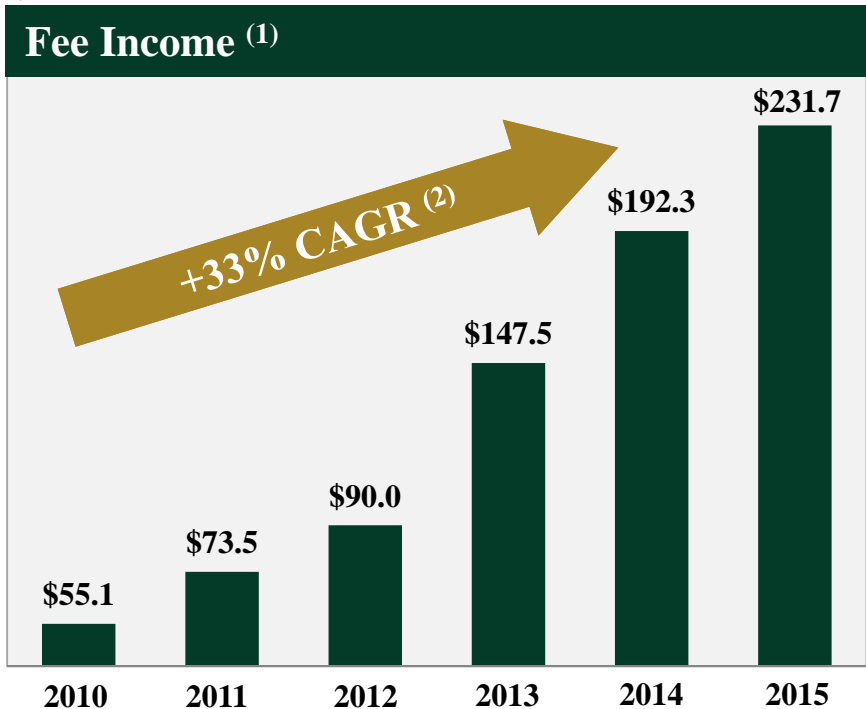
(1) Excluding account balances that are swept into Bank deposits and safekeeping assets from the Bank's private equity and venture capital clients.

(2) 5.5-year CAGR from July 1, 2010 through December 31, 2015.

# PRIVATE WEALTH MANAGEMENT

- Growth in professionals, improved cross-sell and new client AUMs all driving increase in fee income

\$ in Millions



## A Growing Franchise

- Strong referrals and cross-selling to bank clients
- A fully integrated, team-based approach to delivering the entire platform of both private wealth management and banking services to clients
- Ability to attract exceptional investment management talent
- Stable, diversified, consumer deposit source

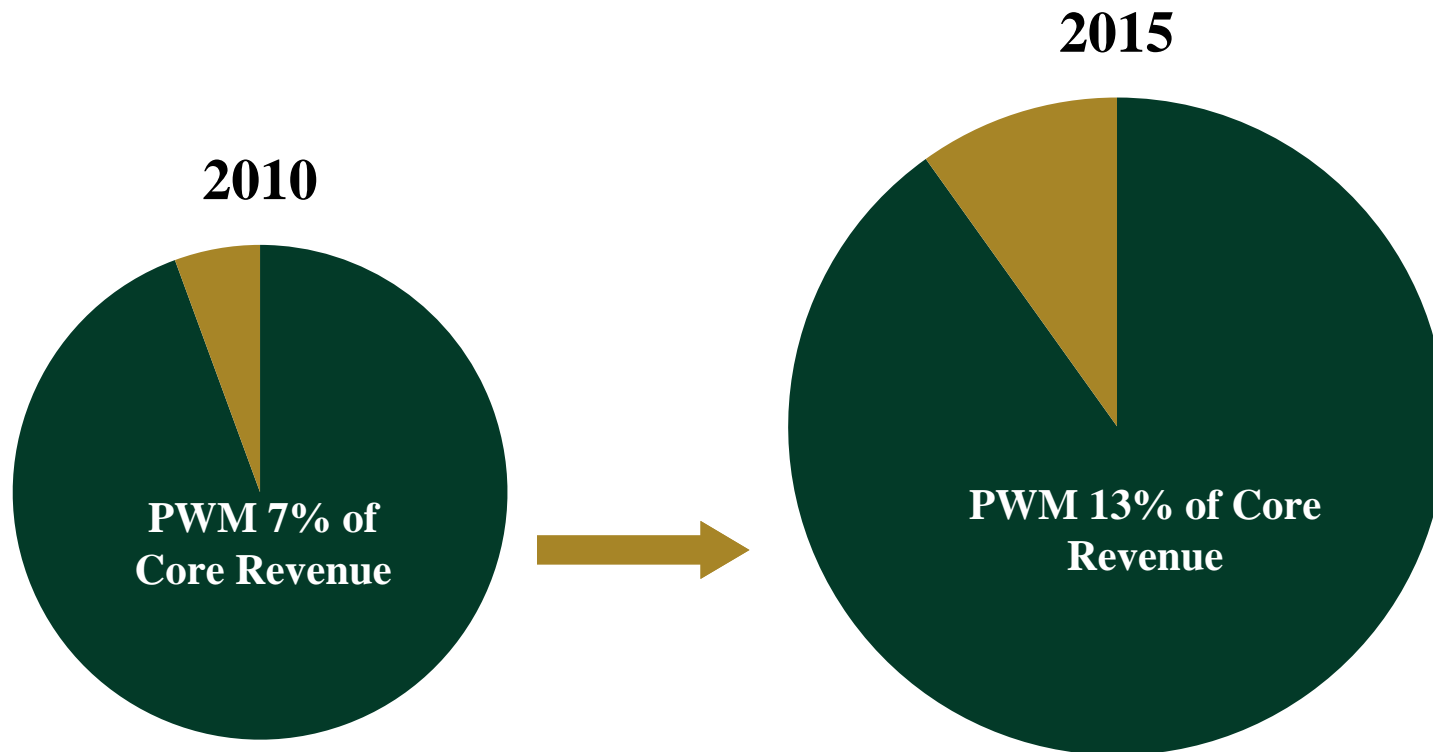
(1) Private Wealth Management fee income includes investment advisory, brokerage and investment, trust and foreign exchange fees. Foreign exchange fees are included in this measure effective beginning with the December 31, 2015 reporting period. All prior period amounts have been revised to conform to the current period presentation.

(2) 5-year CAGR for the period ended December 31, 2010 through December 31, 2015.

# PRIVATE WEALTH MANAGEMENT

**PWM Fee Income <sup>(1)</sup> is a Growing Contributor to Total Core Revenue <sup>(2)</sup>**

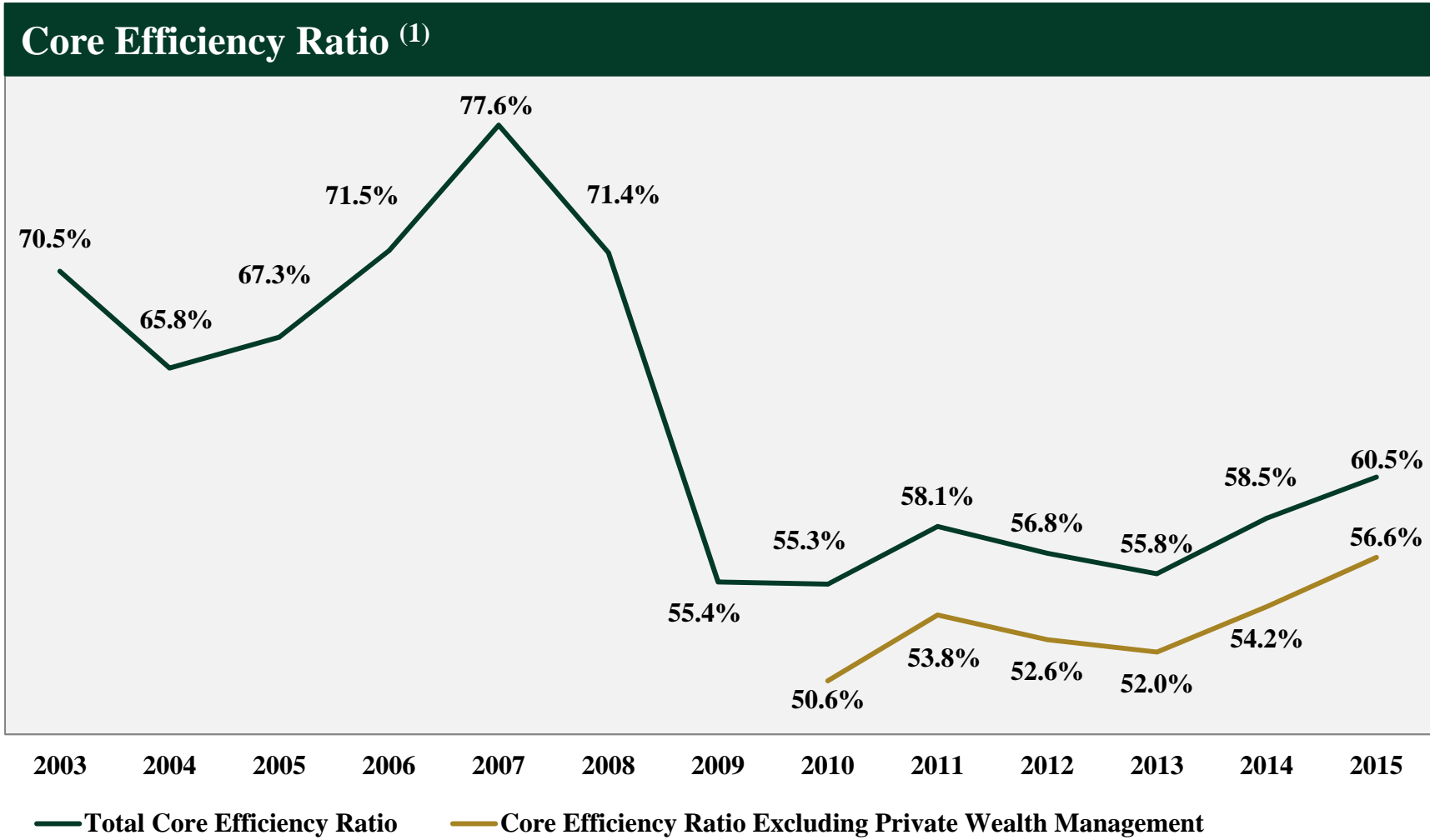
PWM Fee Income equaled 7% of Total Core Revenue in 2010,  
compared to 13% in 2015



(1) Private Wealth Management fee income includes investment advisory, brokerage and investment, trust and foreign exchange fees. Foreign exchange fees are included in this measure effective beginning with the December 31, 2015 reporting period. All prior period amounts have been revised to conform to the current period presentation.

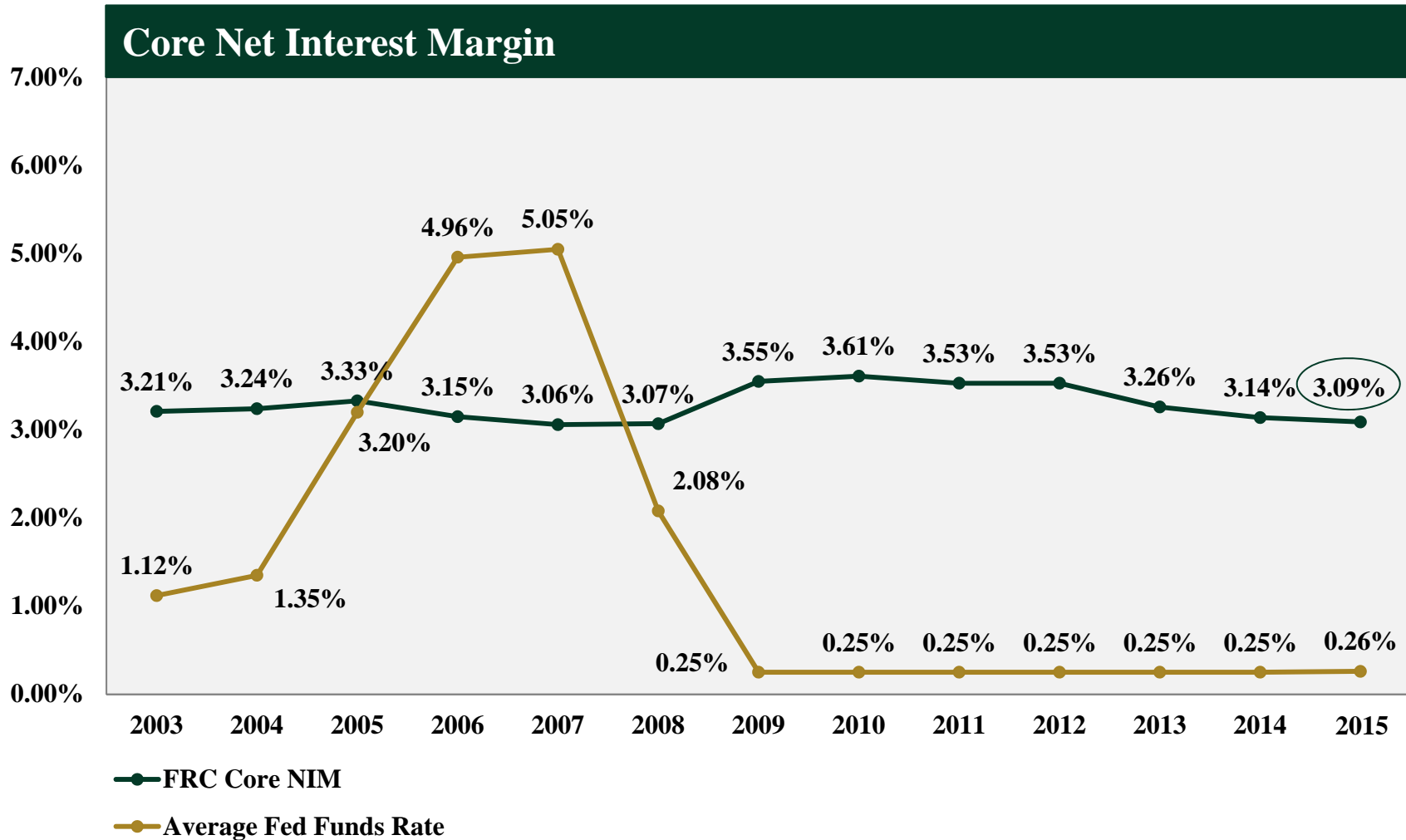
(2) Core revenue is a non-GAAP financial measure that excludes the positive impact of purchase accounting from the Bank's re-establishment as an independent institution and a one-time special dividend from the FHLB in 2015.

# CORE EFFICIENCY RATIO



(1) Efficiency ratio is calculated by dividing noninterest expense by the sum of net interest income and noninterest income. Core efficiency ratio is a non-GAAP financial measure that excludes the effect of purchase accounting entries beginning in 2007. The efficiency ratio also excludes merger-related costs and other one-time items in 2007, divestiture-related and IPO costs in 2010, a one-time gain from investment portfolio repositioning in 2014 and a one-time special dividend from the FHLB in 2015.

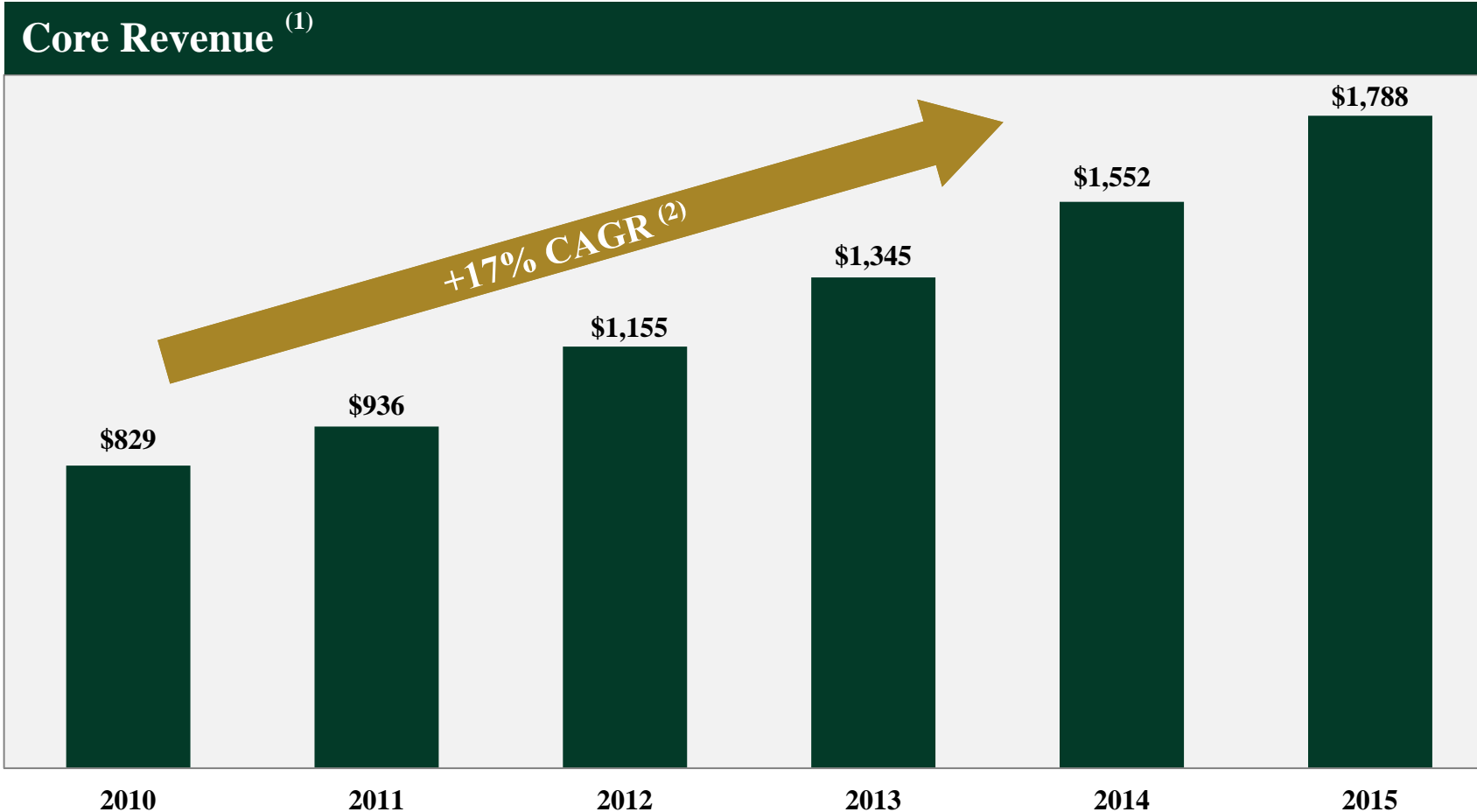
# STABLE CORE NET INTEREST MARGIN



Note: Core NIM is a non-GAAP financial measure that excludes the effect of purchase accounting entries beginning in 2007. Also excludes a one-time special dividend from the FHLB in 2015. For 2015, the reported NIM based on GAAP was 3.21%.

# CORE REVENUE GROWTH

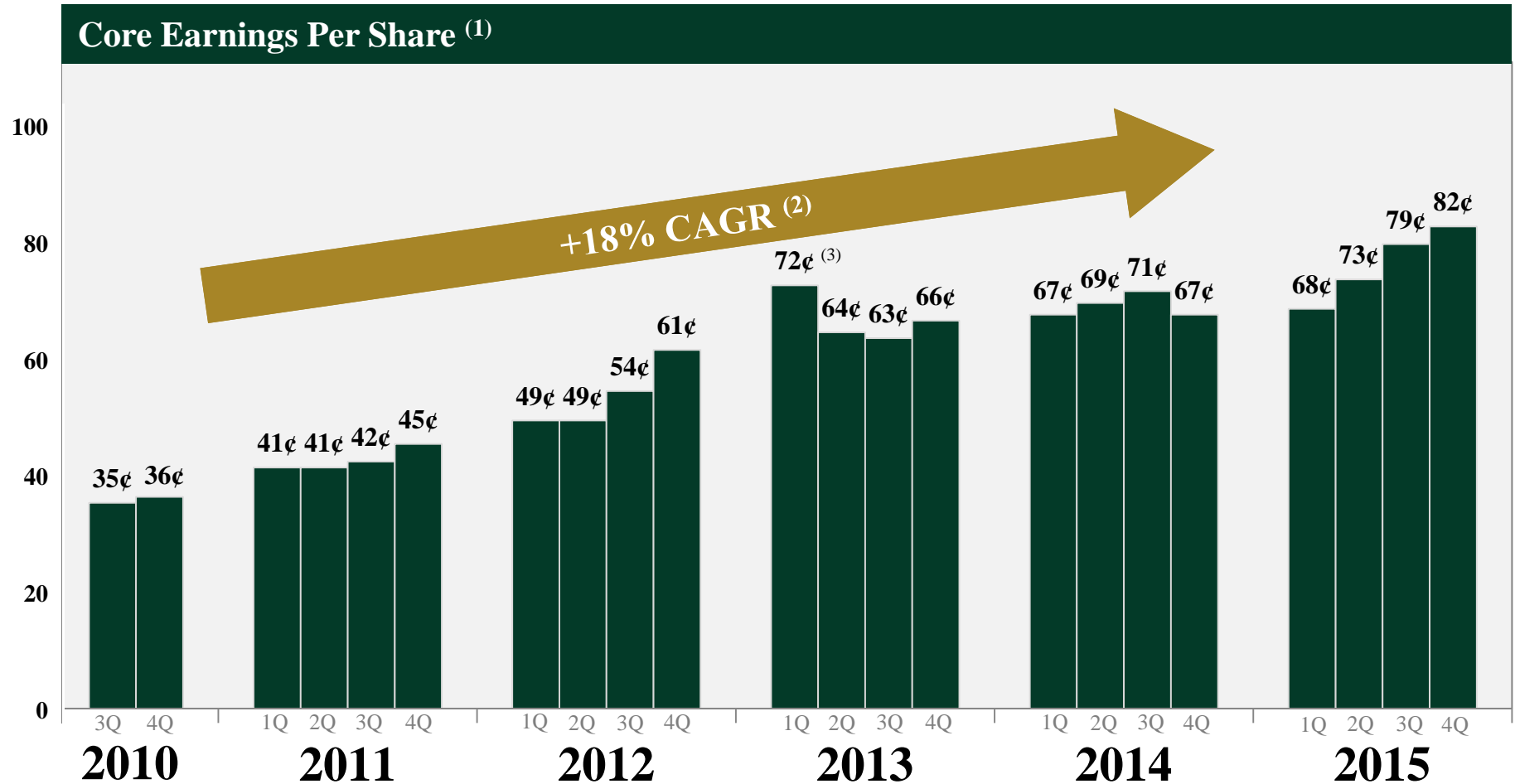
\$ in Millions



(1) Core revenue is a non-GAAP financial measure that excludes the positive impact of purchase accounting from the Bank's re-establishment as an independent institution. Also excludes a one-time gain from investment portfolio repositioning in 2014 and a one-time special dividend from the FHLB in 2015.

(2) 5-year CAGR for the period ended December 31, 2010 through December 31, 2015.

# CORE EPS GROWTH OVER 5 YEARS

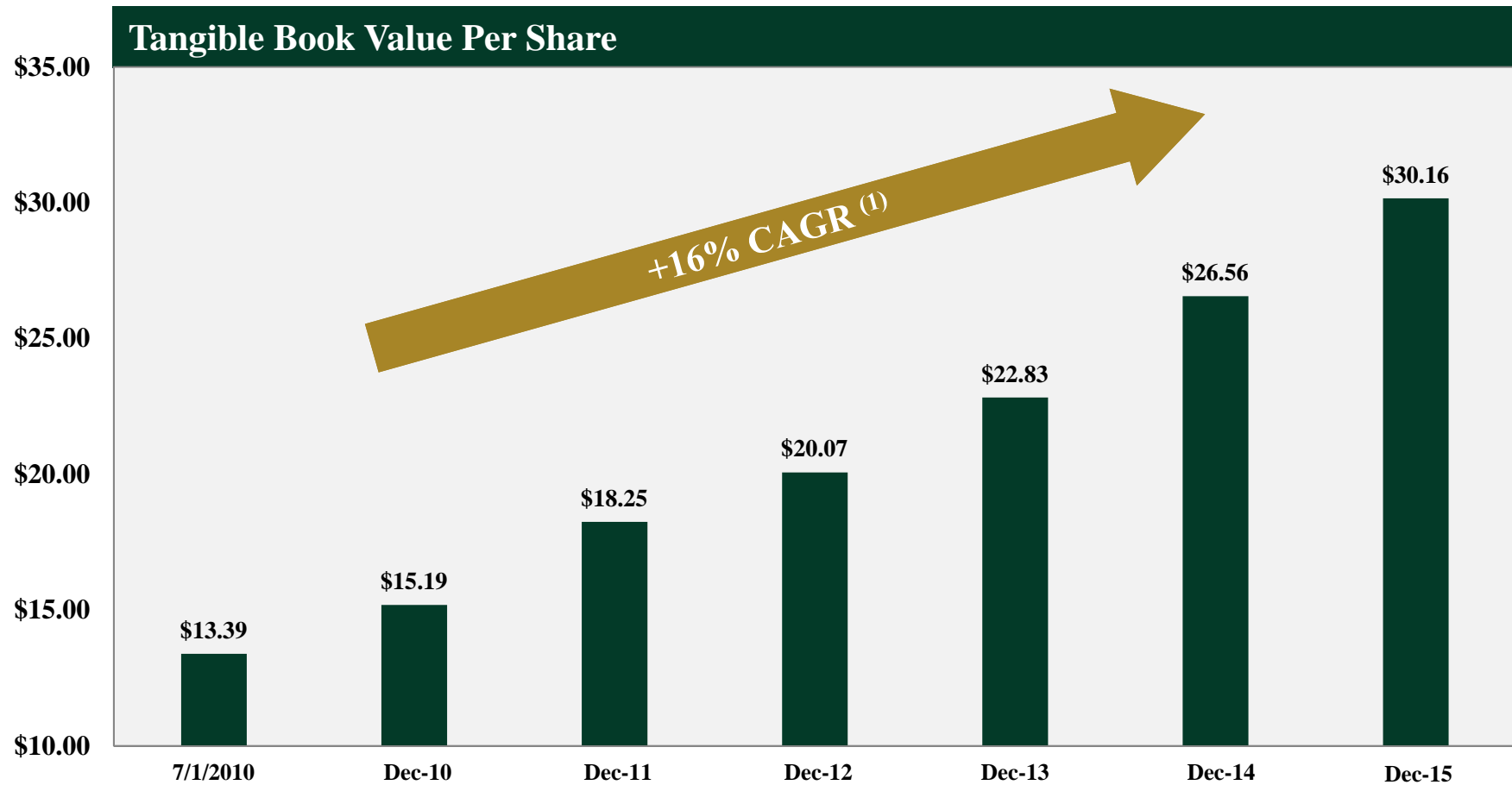


(1) Core EPS is a non-GAAP financial measure that reduces reported GAAP EPS by excluding the positive impact of purchase accounting from the Bank's re-establishment as an independent institution. Also excludes one-time divestiture-related and IPO costs in 2010, a one-time gain from investment portfolio repositioning in the third quarter of 2014 and a one-time special dividend from the FHLB in the second quarter of 2015.

(2) 5.25-year CAGR from third quarter 2010 through fourth quarter 2015.

(3) The higher level of core EPS was primarily driven by a significantly higher than average gain on sale of loans.

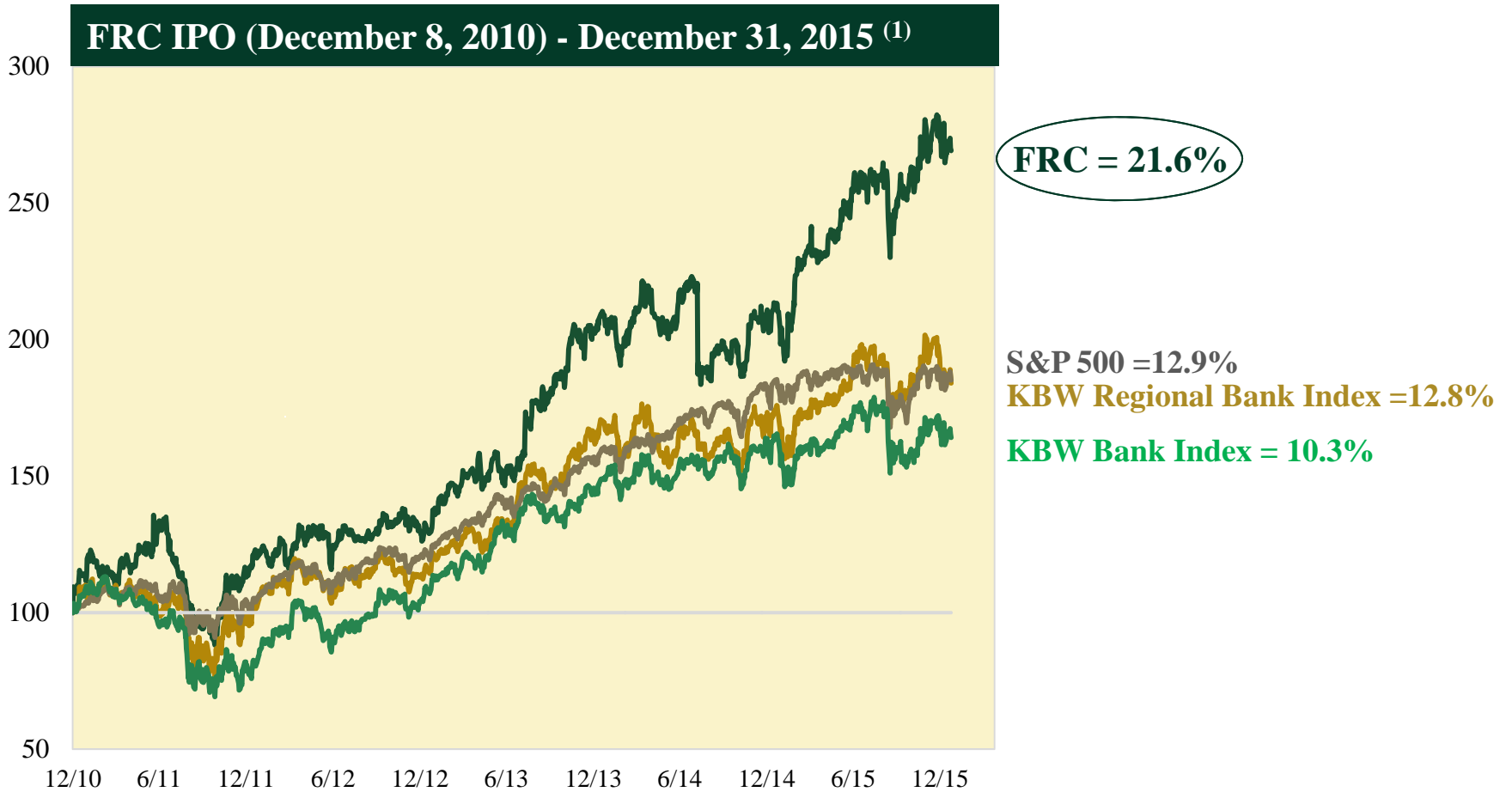
# TANGIBLE BOOK VALUE PER SHARE



(1) 5.5-year CAGR from July 1, 2010 through December 31, 2015.

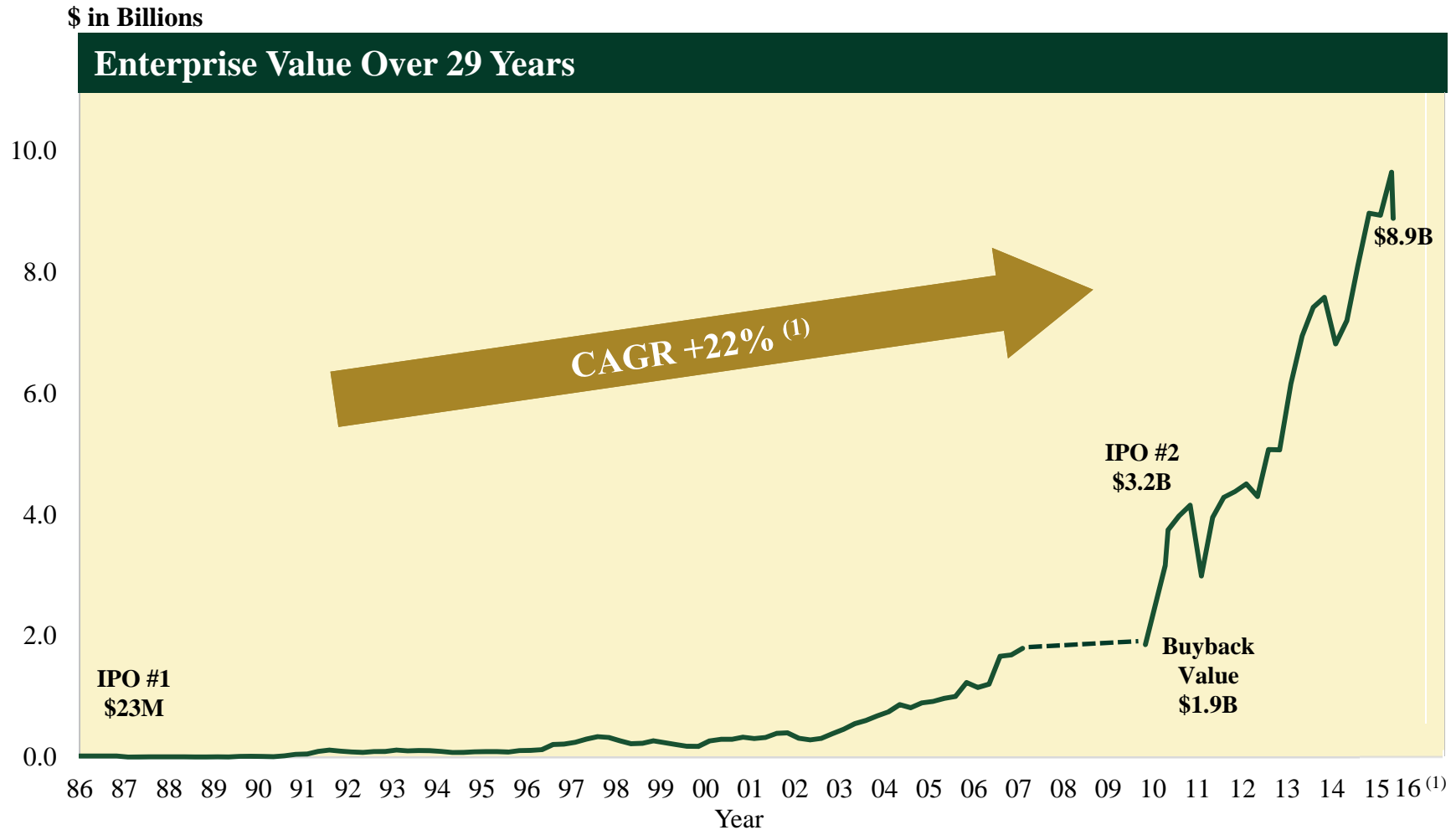


# FRC PERFORMANCE VERSUS INDICES



(1) All calculations include reinvestment of dividends into the same stock (FRC) or index (S&P 500, KBW Regional Bank Index and KBW Bank Index).  
Source: Bloomberg

# GROWTH IN ENTERPRISE VALUE



(1) 29.4-year CAGR of total market value of common equity from August 31, 1986 (first IPO) through January 13, 2016.

Note: From September 2007 to June 30, 2010, First Republic Bank was a division of Merrill Lynch Bank & Trust Company, F.S.B. and subsequently Bank of America, N.A. No trading data is available on FRC during this time as the stock was not independently traded.

Source: Bloomberg



FIRST REPUBLIC BANK

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[www.firstrepublic.com](http://www.firstrepublic.com)*

*or contact us at  
[investorrelations@firstrepublic.com](mailto:investorrelations@firstrepublic.com).*

# APPENDIX – EARNINGS RECONCILIATION

in 000's, except per share amounts	Three Months Ended				Year Ended	
	December 31, 2014	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	
<b>Non-GAAP earnings</b>						
Net income	\$ 115,459	\$ 115,912	\$ 131,345	\$ 134,842	\$ 140,046	\$ 522,145
Accretion/amortization added to net interest income	(15,399)	(12,850)	(11,986)	(9,663)	(9,974)	(44,473)
One-time special FHLB dividend	-	-	(9,134)	-	-	(9,134)
Amortization of intangible assets	3,649	3,489	3,327	3,170	3,007	12,993
Add back tax impact of the above items	4,994	3,978	7,563	2,759	2,961	17,261
Core net income (non-GAAP)	<b>\$ 108,703</b>	<b>\$ 110,529</b>	<b>\$ 121,115</b>	<b>\$ 131,108</b>	<b>\$ 136,040</b>	<b>\$ 498,792</b>
Dividends on preferred stock	(13,889)	(13,889)	(14,411)	(15,314)	(15,314)	(58,928)
<b>Core net income available to common shareholders (non-GAAP)</b>	<b>\$ 94,814</b>	<b>\$ 96,640</b>	<b>\$ 106,704</b>	<b>\$ 115,794</b>	<b>\$ 120,726</b>	<b>\$ 439,864</b>
GAAP earnings per common share - diluted	\$ 0.72	\$ 0.71	\$ 0.80	\$ 0.82	\$ 0.84	\$ 3.18
Impact of purchase accounting, net of tax	(0.05)	(0.03)	(0.03)	(0.03)	(0.02)	(0.12)
Impact of one-time special FHLB dividend, net of tax	-	-	(0.04)	-	-	(0.04)
<b>Core earnings per common share - diluted (non-GAAP)</b>	<b>\$ 0.67</b>	<b>\$ 0.68</b>	<b>\$ 0.73</b>	<b>\$ 0.79</b>	<b>\$ 0.82</b>	<b>\$ 3.02</b>
Weighted average diluted common shares outstanding	141,753	142,791	145,713	145,890	147,814	145,510
<b>Net interest margin</b>						
Net interest income	\$ 340,855	\$ 348,019	\$ 375,064	\$ 388,881	\$ 404,699	\$ 1,516,663
Add: Tax-equivalent adjustment	28,766	29,658	32,148	35,619	36,927	134,352
Net interest income (tax-equivalent basis)	\$ 369,621	\$ 377,677	\$ 407,212	\$ 424,500	\$ 441,626	\$ 1,651,015
Less: Accretion/amortization	(15,399)	(12,850)	(11,986)	(9,663)	(9,974)	(44,473)
Less: One-time special FHLB dividend	-	-	(9,134)	-	-	(9,134)
<b>Core net interest income (tax-equivalent basis) (non-GAAP)</b>	<b>\$ 354,222</b>	<b>\$ 364,827</b>	<b>\$ 386,092</b>	<b>\$ 414,837</b>	<b>\$ 431,652</b>	<b>\$ 1,597,408</b>
Average interest-earning assets	\$ 45,723,915	\$ 47,029,233	\$ 49,166,670	\$ 53,017,023	\$ 56,546,759	\$ 51,470,317
Add: Average unaccreted loan discounts	161,556	148,595	136,533	125,315	114,338	131,111
<b>Average interest-earning assets (non-GAAP)</b>	<b>\$ 45,885,471</b>	<b>\$ 47,177,828</b>	<b>\$ 49,303,203</b>	<b>\$ 53,142,338</b>	<b>\$ 56,661,097</b>	<b>\$ 51,601,428</b>
Net interest margin - reported	3.21%	3.21%	3.30%	3.17%	3.10%	3.21%
Core net interest margin (non-GAAP)	3.06%	3.09%	3.12%	3.09%	3.02%	3.09%

# APPENDIX – EFFICIENCY RATIO RECONCILIATION

\$ in 000's	Three Months Ended				Year Ended
	December 31, 2014	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015
<b>Efficiency ratio</b>					
Net interest income	\$ 340,855	\$ 348,019	\$ 375,064	\$ 388,881	\$ 404,699
Less: Accretion/amortization	(15,399)	(12,850)	(11,986)	(9,663)	(9,974)
Less: One-time special FHLB dividend	-	-	(9,134)	-	-
<b>Core net interest income (non-GAAP)</b>	<b>\$ 325,456</b>	<b>\$ 335,169</b>	<b>\$ 353,944</b>	<b>\$ 379,218</b>	<b>\$ 394,725</b>
Noninterest income	\$ 75,834	\$ 74,919	\$ 80,236	\$ 79,747	\$ 90,151
Total revenue	\$ 416,689	\$ 422,938	\$ 455,300	\$ 468,628	\$ 494,850
Total core revenue (non-GAAP)	\$ 401,290	\$ 410,088	\$ 434,180	\$ 458,965	\$ 484,876
Noninterest expense	\$ 244,150	\$ 255,673	\$ 263,115	\$ 275,897	\$ 300,924
Less: Intangible amortization	(3,649)	(3,489)	(3,327)	(3,170)	(3,007)
<b>Core noninterest expense (non-GAAP)</b>	<b>\$ 240,501</b>	<b>\$ 252,184</b>	<b>\$ 259,788</b>	<b>\$ 272,727</b>	<b>\$ 297,917</b>
Efficiency ratio	58.6%	60.5%	57.8%	58.9%	60.8%
Core efficiency ratio (non-GAAP)	59.9%	61.5%	59.8%	59.4%	61.4%

# APPENDIX – CREDIT RECORD OF LOANS DIVESTED

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- When First Republic became independent on 7/1/10, the seller agreed to retain a portion of the Bank’s loan portfolio (“divested loans”)
- Characteristics of the loans divested at 7/1/10:
  - 1,500 loans totaling \$2.03 billion
  - 19% (\$381 million) nonperforming
  - 90% real estate secured
- The loss experience on the divested portfolio has been thoroughly researched by the Bank and validated by an independent third party: <sup>(1)</sup>
  - 85% are either paid off with no loss or are performing
  - 15% resulted in losses of approximately \$141 million
- If all divested loans had been retained by First Republic, the cumulative net income less funding and all operating costs through September 30, 2014 would have been approximately \$61 million higher

(1) As of September 30, 2014.

# APPENDIX – STRONG CAPITAL RATIOS

	Basel III Capital Rules		
	First Republic 12/31/15 <sup>(1)</sup>	“Well-Capitalized” Minimum Ratios	Minimum Ratios with Capital Conservation Buffer <sup>(2)</sup>
Tier 1 Leverage Ratio	9.21%	5.00%	N/A
Common Equity Tier 1 Ratio	10.76%	6.50%	7.00%
Tier 1 Risk-Based Capital Ratio	13.12%	8.00%	8.50%
Total Risk-Based Capital Ratio	13.78%	10.00%	10.50%

As a condition of being a newly-chartered institution, First Republic is required to maintain a minimum Tier 1 Leverage Ratio of 8.0% until June 30, 2017.

(1) Ratios as of December 31, 2015 are preliminary and reflect the adoption of the Basel III Capital Rules in effect beginning January 1, 2015.

(2) The capital conservation buffer under the Basel III Capital Rules will be phased-in beginning on January 1, 2016, and will be fully implemented on January 1, 2019. The ratios presented in this column represent adequately capitalized ratios plus the capital conservation buffer of 2.50%, when fully phased-in.

# APPENDIX – BUSINESS ACTIVITIES NOT UNDERTAKEN

This list includes the activities in which we do not currently intend to engage. As the Bank evolves, we will maintain and reevaluate this list periodically to ensure it continues to reflect our strategy and capabilities.

- No proprietary trading
- No structured products
- No market making in equities
- No proprietary open-end mutual funds, unit investment trusts or closed-end funds
- No trading assets or liabilities
- No cross-currency swaps
- No clearing services
- No underwriting transactions in debt and equity market
- Not a commercial paper issuer, backstop provider or guarantor
- No underwriting of IPOs
- No credit derivatives
- No junk bond investments <sup>(1)</sup>
- No foreign sovereign debt investments
- No securities lending or borrowing to or from financial institutions
- No depository institution, foreign bank, and credit union debt positions
- No loans to foreign governments
- No credit cards, corporate cards, auto loans originations
- No no-doc or low-doc, sub-prime loans
- No negative amortization loans (minimal amount in run-off)
- No reverse mortgages
- No loans denominated in foreign currency
- No deposits in foreign offices
- No factoring
- No sale of loan servicing on originated loans <sup>(2)</sup>
- No trade letters of credit
- No conduit securities lending transactions
- No cross-jurisdictional claims or liabilities
- No domestic or foreign holding company and no holding company subsidiaries

(1) Does not include unrated securities.

(2) Except for Bank of America retained loans.



# NOTICE

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This presentation may contain forward-looking statements. You are cautioned not to place undue reliance on such statements, which speak only as of the date on which they are made and which are only predictions and involve estimates, known and unknown risks, assumptions and uncertainties that could cause actual results to differ materially from those expressed in them. For a discussion of these and other risks and uncertainties, see First Republic's FDIC filings, including First Republic's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. These filings are available in the Investor Relations section of our website, [www.firstrepublic.com](http://www.firstrepublic.com).

The information provided herein may include certain non-GAAP financial measures. The reconciliation of such measures to the comparable GAAP figures are included in First Republic's Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K.