

**Filing Information**

No longer subject to Section 16. Form 4 or Form 5 obligations may continue.

| Issuer Name         | Ticker or Trading Symbol | Date of Earliest Transaction Required to be Reported | If Amendment, Date of Original Filing |
|---------------------|--------------------------|--|---------------------------------------|
| First Republic Bank | FRC                      | 07/27/2016   |                                       |

**Filer Information**

| Name of Reporting Person | Street Address  | City          | State | ZIP Code | Relationship of Reporting Person to Issuer                                      |
|--------------------------|---|---------------|-------|----------|---|
| James H Herbert, II      | c/o First Republic Bank<br>111 Pine Street, 2nd Floor | San Francisco | CA    | 94111    | Director<br>Officer<br><b>Description:</b> Chairman and Chief Executive Officer |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| Title of Security        | Transaction Date | Deemed Execution Date | Transaction Code | <input checked="" type="checkbox"/> | 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             | 07/27/2016       |                       | M                |                                     | 99,935 Shares (A)                            | \$15.00                                     | 387435 Shares   | Direct         |   |
| Common Stock 1           | 07/27/2016       |                       | F                |                                     | 62,135 Shares (D)                            | \$71.77                                     | 325300 Shares   | Direct         |   |
| Common Stock 2 3         | 07/27/2016       |                       | S                |                                     | 37,800 Shares (D)                            | \$71.77                                     | 287500 Shares   | Direct         |   |
| Common Stock             |                  |                       |                  |                                     |  |   | 66667 Shares  | Indirect       | By wife                                 |
| Common Stock             |                  |                       |                  |                                     |  |   | 50000 Shares  | Indirect       | By limited partnership 4                |
| Common Stock             |                  |                       |                  |                                     |  |   | 134999 Shares   | Indirect       | By trust                                |
| Common Stock             |                  |                       |                  |                                     |  |   | 40845 Shares  | Indirect       | As trustee for children                 |
| Series E Preferred Stock |                  |                       |                  |                                     |  |   | 6800 Shares   | Indirect       | By wife                                 |
| Series E Preferred Stock |                  |                       |                  |                                     |  |   | 4800 Shares   | Indirect       | As trustee for children                 |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| Title of Derivative Security | Conversion or Exercise Price of Derivative Security | Transaction Date | Deemed Execution Date | Transaction Code | <input checked="" type="checkbox"/> | Number of Derivative Securities Acquired or Disposed of | Date Exercisable | Expiration Date | Title of Underlying Securities | Amount of Underlying Securities | Price of Derivative Security | Number of Derivative Securities Beneficially Owned Following Reported Transactions | Ownership Form of Derivative Securities | Nature of Indirect Beneficial Ownership |
|------------------------------|---|------------------|-----------------------|------------------|-------------------------------------|---|------------------|-----------------|--------------------------------|---------------------------------|------------------------------|--|---|---|
| Employee Stock Option 5      | \$15.00   | 07/27/2016       |                       |                  |                                     | 99,935 Shares (D)                                       |                  | 07/01/2020      | Common Stock                   | 99,935 Shares                   |                              | 2,269,094  | Direct                                  |   |
| Employee Stock Option 5      | \$15.00   |                  |                       |                  |                                     |   |                  | 07/01/2020      | Common Stock                   | 300,000 Shares                  |                              | 300,000  | Indirect                                | As trustee for children                 |

**Explanation of Responses**

(1) 62,135 shares were withheld (not sold into the market) on July 27, 2016 for the purpose of paying the exercise price of the stock option and income tax obligations and only the remaining 37,800 shares were sold into the market. (2) The price reported is a weighted average price. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the Federal Deposit Insurance Corporation, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4. These shares were sold at prices between \$71.54 and \$72.19. (3) Total direct shares includes 87,500 shares of currently unvested restricted stock. (4) The reporting person is a general partner of the partnership that owns the reported securities. The reporting person disclaims beneficial ownership of these securities except to the extent of this pecuniary interest therein, and the conclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or any other purposes. (5) The options with respect to the shares of common stock are currently exercisable.

\* Signed by: \_\_\_\_\_ /s/James H. Herbert, II Date: 07/29/2016 ✓

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, Office of Thrift Supervision, 1700 G Street, NW, 5/M3, Washington, DC 20552 (for OTS regulated savings institutions). 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).

**Exhibit Information**

There is no Power of Attorney information

There is no Other information