

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

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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	12/13/2016											
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 111 Pine Street, 2nd Floor	San Francisco	CA	94111	Director Officer Description: 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	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						270000 Shares	Direct						
Common Stock						66667 Shares	Indirect	By wife					
Common Stock						50000 Shares	Indirect	By limited partnership 3					
Common Stock 2	12/13/2016		S	20,000 Shares (D)	\$88.69	123367 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	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 4	\$15.00						07/01/2020	Common Stock	2,269,094 Shares		2,269,094	Direct	
Employee Stock Option 4	\$15.00						07/01/2020	Common Stock	300,000 Shares		300,000	Indirect	As trustee for children
Explanation of Responses													
(1) Total direct shares includes 70,000 shares of currently unvested restricted stock. (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 \$88.50 and \$88.93. (3) 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. (4) The options with respect to the shares of common stock are currently exercisable.													
* Signed by: _____ /s/James H. Herbert, II Date: 12/14/2016 ✓													
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, 500 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													