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Form 4

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

FRS OMB Number: 7100-0091
FDIC OMB Number: 3064-0030
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OTS OMB Number: 1550-0019

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			02/13/2017								
Filer Information														
Name of Reporting Person		Street Address				City		State		ZIP Code		Relationship of Reporting Person to Issuer		
Michael J Roffler		c/o First Republic Bank 111 Pine Street, 2nd Floor				San Francisco		CA		94111		Officer Description: Executive Vice President and Chief Financial 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	02/13/2017		M		3,000 Shares (A)	\$15.00	20311 Shares	Direct						
Common Stock 1	02/13/2017		F		470 Shares (D)	\$95.85	19841 Shares	Direct						
Common Stock 2,3	02/13/2017		S		2,530 Shares (D)	\$96.13	17311 Shares	Direct						
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	V	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	02/13/2017		M		3,000 Shares (D)		07/01/2020	Common Stock	3,000 Shares		42,000	Direct	
Explanation of Responses														
(1) 470 shares were withheld (not sold into the market) on February 13, 2017 for the purpose of paying the exercise price of the stock option and only the remaining 2,530 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 \$96.08 and \$96.26. (3) A restricted stock award of 10,000 shares was made on March 1, 2013 and 2,500 shares become vested on each March 1, 2014, 2015, 2016 and 2017, in each case dependent on the achievement of certain performance goals. (4) The options with respect to the shares of common stock are currently exercisable.														
* Signed by: _____/s/Michael J. Roffler Date: 02/15/2017 ✓														
<small>The agencies are collecting the information on Forms 3, 4, and 5 pursuant to 15 USC 78j, 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 Ayoob, 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 Jesse Durnaway, Clearance Officer, Legislative and Regulatory Activities Division, Office of the Comptroller of the Currency, 250 E Street, SW, Mailstop 3-4, 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/MS, 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).</small>														
Exhibit Information														
There is no Power of Attorney information														
There is no Other information														