First Republic Bank

Duncan L Niederauer

Filer Information

Name of Reporting Person

Common Stock 1

Exhibit Information

There is no Other information

There is no Power of Attorney information

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

FRC

Deemed

**Execution Date** 

Ticker or Trading Symbol

Transaction

Code

M

Date of Earliest Transaction Required to be Reported

State

CA

Price of

Securities

Acquired or

Disposed of

ZIP Code

Director

Direct

Description:

Ownership Form

94111

**Amount of Securities** 

Beneficially Owned

Following Reported

Transactions

20273 Shares

06/08/2017

City

**Amount of Securities Acquired** 

or Disposed of

2,127 Shares (A)

San Francisco

FDIC OMB Number: 3064-0030 OCC OMB Number: 1557-0106 OTS OMB Number: 1550-0019

If Amendment, Date of Original Filing

Relationship of Reporting Person to Issuer

**Nature of Indirect Beneficial** 

Ownership

FRB OMB Number: 7100-0091

Filing Information		

Street Address

Transaction

Date

06/08/2017

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

c/o First Republic Bank

111 Pine Street, 2nd Floor

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

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

Issuer Name

Title of Security

					•	ALTERNATION SET								
Title of Derivative Security	Conversion or Exercise Price of Derivative Security	Transaction Date	Deemed Execution Date	Transaction Code	<u>v</u>	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
Restricted Stock Units 1		06/08/2017		М	I II	2,127 Shares (D)			Common Stock	2,127 Shares		0	Direct	
Restricted Stock Units 2								05/10/2018	Common Stock	1,628 Shares		1,628	Direct	
Explanation of Responses														
(1) Restricted stock units, upon vesting, convert into common stock on a one-for-one basis. (2) Restricted stock units are awarded under the Company's Omnibus Award Plan and vest on May 10, 2018.														
* Signed by:/s/Michael J. Roffler, Attorney-in-Fact Date: 06/09/2017														
The agencies are collecting the information on Forms 3, 4, and 5 pursuant to 15 USC 78I, 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).														