

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 16, 2018

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 2.02 Results of Operations and Financial Condition

Attached as Exhibit 99.1 and incorporated into this item by reference is a press release issued by First Republic Bank (the “Bank”) on January 16, 2018, regarding its financial results for the quarter and year ended December 31, 2017. The information furnished by the Bank pursuant to this item 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, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1	Press Release issued by the Bank, dated January 16, 2018, with respect to the Bank’s financial results for the quarter and year ended December 31, 2017.
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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 16, 2018.

First Republic Bank

By: /s/ Michael J. Roffler

Name: Michael J. Roffler

Title: Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
Exhibit 99.1	Press Release issued by the Bank, dated January 16, 2018, with respect to the Bank's financial results for the quarter and year ended December 31, 2017.



FIRST REPUBLIC REPORTS STRONG 2017 RESULTS

Annual Revenues Increased 18%

Wealth Management Assets Increased 28% Year-Over-Year

San Francisco, California, January 16, 2018 – First Republic Bank (NYSE: FRC) today announced financial results for the quarter and year ended December 31, 2017.

“2017 was another strong year for growth in deposits, loans and wealth management assets,” said Jim Herbert, Chairman and CEO. “Our stable, client-centric business model continues to perform well across the franchise.”

Full Year Highlights

Financial Results

- Revenues were \$2.6 billion, up 18.1%.
- Net income was \$757.7 million, up 12.5%.
- Diluted earnings per share of \$4.31, up 9.7%.
- Loan originations totaled \$27.6 billion, our strongest year ever.
- Efficiency ratio was 62.8%.
- Tangible book value per share was \$40.43, up 14.4%.

Continued Capital and Credit Strength

- Total regulatory capital has grown 15.4% ⁽¹⁾ from a year ago.
- Common Equity Tier 1 ratio was 10.63%, compared to 10.83% a year ago.
- Nonperforming assets remained very low at 4 basis points of total assets.
- Net charge-offs were only \$647,000, or less than 1 basis point of average loans.

Continued Franchise Development

- Loans, excluding loans held for sale, totaled \$62.8 billion, up 20.8%.
- Deposits were \$68.9 billion, up 17.6%.
- Wealth management assets were \$107.0 billion, up 28.0%.
- Wealth management revenues were \$356.4 million, up 22.4%.

⁽¹⁾ Regulatory capital growth after the redemption of our 5.625% Series C Preferred Stock on January 2, 2018 at an aggregate amount of \$150.0 million.

Quarterly Highlights

- Compared to last year's fourth quarter:
 - Revenues were \$699.2 million, up 16.6%.
 - Net interest income was \$568.9 million, up 15.9%.
 - Net income was \$194.3 million, up 8.5%.
 - Diluted EPS of \$1.10, up 6.8%.
- Loan originations were \$7.4 billion, our second best quarter ever.
- Loans sold totaled \$969.2 million for the quarter.
- Net credit recoveries were \$1.1 million.
- Net interest margin was 3.08%, compared to 3.09% for the prior quarter.
- Efficiency ratio was 63.7%, compared to 62.4% for the prior quarter.
- Wealth management assets were \$107.0 billion, up 5.5% from the prior quarter.

“We are very pleased that both revenue and net interest income grew 18% for the year,” said Mike Roffler, Chief Financial Officer. “Asset quality remains excellent and capital is strong.”

Quarterly Cash Dividend Declared

The Bank declared a cash dividend for the fourth quarter of \$0.17 per share of common stock, which is payable on February 8, 2018 to shareholders of record as of January 25, 2018.

Very Strong Asset Quality

Credit quality remains very strong. Nonperforming assets were only 4 basis points of total assets at December 31, 2017.

The Bank had net recoveries for the quarter of \$1.1 million, while adding \$17.0 million to its allowance for loan losses due to continued loan growth. For 2017, the Bank had net charge-offs of only \$647,000, while adding \$60.2 million to its allowance for loan losses.

Continued Capital Strength

Total regulatory capital has grown 15.4% ⁽¹⁾ from a year ago.

The Bank's Common Equity Tier 1 ratio was 10.63% at December 31, 2017, compared to 10.83% a year ago.

During the fourth quarter, the Bank issued and sold 2,875,000 new shares of common stock in an underwritten public offering, which added approximately \$275.2 million to common equity.

Tangible Book Value Growth

Tangible book value per common share at December 31, 2017 was \$40.43, up 14.4% from a year ago.

Continued Franchise Development*Strong Loan Originations*

Loan originations were \$7.4 billion for the quarter, compared to a record \$7.9 billion for the same quarter a year ago. For 2017, loan originations totaled \$27.6 billion, up 7.4% compared to the prior year primarily due to increases in single family, multifamily and business lending.

Loans, excluding loans held for sale, totaled \$62.8 billion at December 31, 2017, up 20.8% compared to a year ago. The increase was primarily due to growth in single family, multifamily and business loans.

Deposit Growth

Total deposits increased to \$68.9 billion, up 17.6% compared to a year ago.

At December 31, 2017, checking accounts totaled 63.4% of deposits.

The average rate paid on deposits was 0.28% during the quarter, compared to 0.25% for the prior quarter.

Investments

Total investment securities at December 31, 2017 were \$18.6 billion, up 6.0% for the quarter and up 22.6% compared to a year ago.

High-quality liquid assets, including eligible cash, totaled \$10.5 billion at December 31, 2017, and represented 12.4% of average total assets.

Mortgage Banking Activity

During the fourth quarter, the Bank sold \$969.2 million of loans and recorded a gain on sale of \$3.1 million, compared to loan sales of \$801.0 million and a gain of \$818,000 during the fourth quarter of last year. For 2017, the Bank sold \$2.9 billion of loans and recorded a gain on sale of \$9.2 million.

Loans serviced for investors at year-end totaled \$12.5 billion, up 7.2% from a year ago. Net loan servicing fees for the quarter were \$3.9 million and were \$13.8 million for the year.

Continued Expansion of Wealth Management

Wealth management revenues totaled \$103.7 million for the quarter, up 30.0% compared to last year's fourth quarter. For 2017, wealth management revenues were \$356.4 million, an increase of 22.4% compared to the prior year. Such revenues represented 14.8% of the Bank's total revenues for the quarter and 13.6% of the Bank's total revenues for the year.

Total wealth management assets were \$107.0 billion at December 31, 2017, up 5.5% for the quarter and up 28.0% compared to a year ago. The growth in wealth management assets was due to both net new assets from existing and new clients and market appreciation.

Wealth management assets included investment management assets of \$52.7 billion, brokerage assets and money market mutual funds of \$44.7 billion, and trust and custody assets of \$9.6 billion.

Income Statement and Key Ratios

Highlights

Strong Revenue Growth

Total revenues were \$699.2 million for the quarter, up 16.6% compared to the fourth quarter a year ago and were \$2.6 billion for 2017, up 18.1% compared to the prior year.

Strong Net Interest Income Growth

Net interest income was \$568.9 million for the quarter, up 15.9% compared to the fourth quarter a year ago, and was \$2.2 billion for 2017, up 18.4% compared to the prior year. The increases in net interest income resulted primarily from growth in average earning assets.

Net Interest Margin

The net interest margin was 3.08% for the fourth quarter, compared to 3.09% for the prior quarter, and 3.16% for the fourth quarter of 2016. For 2017, the Bank's net interest margin was 3.13%, compared to 3.20% for the prior year.

Noninterest Income

Noninterest income was \$130.3 million for the quarter, up 19.7% compared to the fourth quarter a year ago, and was \$460.5 million for 2017, up 16.6% compared to the prior year. The increases were primarily from growth in wealth management revenues.

Noninterest Expense and Efficiency Ratio

Noninterest expense was \$445.5 million for the quarter, up 23.7% compared to the fourth quarter a year ago. For 2017, noninterest expense was \$1.6 billion, up 22.6% from the prior year. The increases were primarily due to increased salaries and benefits, information systems and other costs from the continued investments in the expansion of the franchise, including investments in Gradifi.

The efficiency ratio was 63.7% for the quarter, compared to 62.4% for the prior quarter and 60.1% for the fourth quarter a year ago. For all of 2017, the efficiency ratio was 62.8%, compared to 60.5% for 2016.

Income Taxes

On December 22, 2017, H.R.1, formerly known as the Tax Cuts and Jobs Act (the “Tax Reform Act”), was enacted into law. Beginning in 2018, the Tax Reform Act reduces the federal tax rate for corporations from 35% to 21% and changes or limits certain tax deductions. As a result of the lower corporate tax rate, during the fourth quarter of 2017, the Bank recorded a one-time revaluation adjustment of \$39.7 million to reduce its deferred tax assets, which increased the provision for income taxes.

In addition, during the fourth quarter of 2017, the volume of stock option exercises by Bank employees and directors increased considerably in response to tax reform legislation. This activity resulted in \$50.0 million of excess tax benefits, which decreased the Bank’s provision for income taxes.

The Bank’s effective tax rate for the fourth quarter of 2017 was 17.9%, compared to 17.3% for the prior quarter. The increase in the effective tax rate during the quarter resulted from the one-time revaluation of deferred tax assets, partially offset by the increase in the volume of stock option exercises by Bank employees and directors.

The effective tax rate for 2017 was 16.9%, compared to 18.6% in 2016. The decrease in 2017 resulted primarily from the continued growth in tax-advantaged investments during the year. In addition, the decrease in the effective tax rate was the result of the increase in the volume of stock option exercises by Bank employees and directors, partially offset by the one-time revaluation of deferred tax assets.

For 2018, the Bank expects its effective tax rate to be approximately 19%.

Conference Call Details

First Republic Bank's fourth quarter and full year 2017 earnings conference call is scheduled for January 16, 2018 at 7:00 a.m. PT / 10:00 a.m. ET. To access the event by telephone, please dial (877) 407-0792 approximately 10 minutes prior to the start time (to allow time for registration). International callers should dial +1 (201) 689-8263.

The call will also be broadcast live over the Internet and can be accessed in the Investor Relations section of First Republic's website at firstrepublic.com. To listen to the live webcast, please visit the site at least 10 minutes prior to the start time to register, download and install any necessary audio software.

For those unable to join the live presentation, a replay of the call will be available beginning January 16, 2018, at 10:00 a.m. PT / 1:00 p.m. ET, through January 23, 2018, at 8:59 p.m. PT / 11:59 p.m. ET. To access the replay, dial (844) 512-2921 and use conference ID #13674822. International callers should dial +1 (412) 317-6671 and enter the same conference ID number. A replay of the webcast also will be available for 90 days following, accessible in the Investor Relations section of First Republic Bank's website at firstrepublic.com.

The Bank's press releases are available after release in the Investor Relations section of First Republic Bank's website at firstrepublic.com.

About First Republic Bank

Founded in 1985, First Republic and its subsidiaries offer private banking, private business banking and private wealth management, including investment, trust and brokerage services. First Republic specializes in delivering exceptional, relationship-based service, with a solid commitment to responsiveness and action. Services are offered through preferred banking or wealth management offices primarily in San Francisco, Palo Alto, Los Angeles, Santa Barbara, Newport Beach and San Diego, California; Portland, Oregon; Boston, Massachusetts; Palm Beach, Florida; Greenwich, Connecticut; New York, New York; and later in 2018, Jackson, Wyoming. First Republic offers a complete line of banking products for individuals and businesses, including deposit services, as well as residential, commercial and personal loans. For more information, visit firstrepublic.com.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Statements in this press release that are not historical facts are hereby identified as "forward-looking statements" for the purpose of the safe harbor provided by Section 21E of the Securities Exchange Act of 1934, as amended. Any statements about our expectations, beliefs, plans, predictions, forecasts, objectives, assumptions or future events or performance are not historical facts and may be forward-looking. These statements are often, but not always, made through the use of words or phrases such as "anticipates," "believes," "can," "could," "may," "predicts," "potential," "should," "will," "estimates," "plans,"

“projects,” “continuing,” “ongoing,” “expects,” “intends” and similar words or phrases and include statements about economic performance in our markets, growth in our loan originations and wealth management assets, our progress in preparing for, and our compliance with, any enhanced regulatory requirements, and our projected tax rate. Accordingly, these statements 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.

Factors that could cause actual results to differ from those discussed in the forward-looking statements include, but are not limited to: significant competition to attract and retain banking and wealth management customers, from both traditional and nontraditional financial services and technology companies; our ability to recruit and retain key managers, employees and board members; the possibility of earthquakes, fires and other natural disasters affecting the markets in which we operate; interest rate risk and credit risk; our ability to maintain and follow high underwriting standards; economic and market conditions affecting the valuation of our investment securities portfolio, which could result in other-than-temporary impairment if the general economy deteriorates, credit ratings decline, the financial condition of issuers deteriorates, interest rates increase or the liquidity for securities is limited; real estate prices generally and in our markets; our geographic and product concentrations; demand for our products and services; the regulatory environment in which we operate, our regulatory compliance and future regulatory requirements; the impact of tax reform legislation; the phase-in of the final capital rules regarding the Basel III framework, changes to the definitions and components of regulatory capital and a new approach for risk-weighted assets; legislative and regulatory actions affecting us and the financial services industry, such as the Dodd-Frank Wall Street Reform and Consumer Protection Act, including increased compliance costs, limitations on activities and requirements to hold additional capital; our ability to avoid litigation and its associated costs and liabilities; the impact of new accounting standards; future FDIC special assessments or changes to regular assessments; fraud, cybersecurity and privacy risks; and custom technology preferences of our customers and our ability to successfully execute on initiatives relating to enhancements of our technology infrastructure, including client-facing systems and applications. For a discussion of these and other risks and uncertainties, see First Republic’s FDIC filings, including, but not limited to, the risk factors in First Republic’s Annual Report on Form 10-K. These filings are available in the Investor Relations section of our website.

All forward-looking statements are necessarily only estimates of future results, and there can be no assurance that actual results will not differ materially from expectations, and, therefore, you are cautioned not to place undue reliance on such statements. Any forward-looking statements are qualified in their entirety by reference to the factors discussed in our Annual Report on Form 10-K and any subsequent reports filed by First Republic with the FDIC. Further, any forward-looking statement speaks only as of the date on which it is made, and we undertake no obligation to update any forward-looking statement to reflect events or circumstances after the date on which the statement is made or to reflect the occurrence of unanticipated events.

CONSOLIDATED STATEMENTS OF INCOME

(in thousands, except per share amounts)	Quarter Ended December 31,		Quarter Ended September 30,	Year Ended December 31,	
	2017	2016	2017	2017	2016
Interest income:					
Loans	\$ 514,700	\$ 418,423	\$ 497,162	\$ 1,903,070	\$ 1,573,403
Investments	140,396	106,994	132,948	521,837	378,719
Other	4,842	9,819	3,864	14,861	19,266
Cash and cash equivalents	2,863	2,358	3,193	11,850	9,485
Total interest income	662,801	537,594	637,167	2,451,618	1,980,873
Interest expense:					
Deposits	46,120	21,206	40,260	134,786	73,765
Borrowings	47,820	25,763	45,954	165,369	89,946
Total interest expense	93,940	46,969	86,214	300,155	163,711
Net interest income	568,861	490,625	550,953	2,151,463	1,817,162
Provision for loan losses	17,042	10,500	10,113	60,181	47,192
Net interest income after provision for loan losses	551,819	480,125	540,840	2,091,282	1,769,970
Noninterest income:					
Investment management fees	82,358	59,855	70,796	282,868	224,626
Brokerage and investment fees	9,374	10,151	7,843	32,221	31,868
Trust fees	3,762	3,374	3,246	13,658	12,365
Foreign exchange fee income	8,198	6,384	6,551	27,691	22,406
Deposit fees	5,870	5,341	5,736	22,633	20,699
Loan and related fees	3,101	3,650	3,270	13,012	14,097
Loan servicing fees, net	3,932	3,022	3,520	13,800	13,465
Gain on sale of loans	3,065	818	1,963	9,233	4,828
Gain (loss) on investment securities, net	—	(1,363)	1,204	(833)	1,055
Income from investments in life insurance	9,836	17,515	8,865	37,874	48,119
Other income	801	87	6,339	8,304	1,284
Total noninterest income	130,297	108,834	119,333	460,461	394,812
Noninterest expense:					
Salaries and employee benefits	250,076	201,087	236,996	930,908	763,625
Information systems	58,139	43,083	53,663	208,625	153,207
Occupancy	35,620	32,277	34,129	136,746	119,139
Professional fees	15,976	14,798	17,573	56,950	52,740
FDIC assessments	14,844	13,000	14,197	55,792	44,200
Advertising and marketing	17,173	10,167	10,639	48,398	32,783
Amortization of intangibles	4,746	5,839	5,019	20,625	25,002
Other expenses	48,969	39,923	46,143	181,497	146,490
Total noninterest expense	445,543	360,174	418,359	1,639,541	1,337,186
Income before provision for income taxes	236,573	228,785	241,814	912,202	827,596
Provision for income taxes	42,296	49,667	41,805	154,542	154,168
Net income	194,277	179,118	200,009	757,660	673,428
Dividends on preferred stock	14,272	17,376	14,272	58,040	68,589
Net income available to common shareholders	\$ 180,005	\$ 161,742	\$ 185,737	\$ 699,620	\$ 604,839
Basic earnings per common share	\$ 1.12	\$ 1.06	\$ 1.18	\$ 4.44	\$ 4.07
Diluted earnings per common share	\$ 1.10	\$ 1.03	\$ 1.14	\$ 4.31	\$ 3.93
Dividends per common share	\$ 0.17	\$ 0.16	\$ 0.17	\$ 0.67	\$ 0.63
Weighted average shares—basic	160,371	151,990	157,752	157,624	148,752
Weighted average shares—diluted	164,197	157,217	162,377	162,340	154,095

CONSOLIDATED BALANCE SHEETS

(\$ in thousands)	As of		
	December 31, 2017	September 30, 2017	December 31, 2016
<u>ASSETS</u>			
Cash and cash equivalents	\$ 2,297,021	\$ 2,681,599	\$ 2,107,722
Investment securities available-for-sale	2,418,088	2,312,218	2,007,258
Investment securities held-to-maturity	16,157,945	15,218,615	13,150,157
Loans:			
Single family (1-4 units)	31,508,468	29,799,762	26,266,866
Home equity lines of credit	2,735,612	2,668,604	2,634,944
Multifamily (5+ units)	8,640,233	8,060,467	6,676,642
Commercial real estate	6,083,152	5,879,437	5,464,870
Single family construction	591,066	549,978	494,616
Multifamily/commercial construction	1,116,855	1,053,708	919,541
Business	8,295,224	7,952,335	6,872,327
Stock secured	1,083,553	1,029,463	822,908
Other secured	1,015,039	974,933	723,648
Unsecured	1,771,013	1,504,263	1,131,955
Total loans	62,840,215	59,472,950	52,008,317
Allowance for loan losses	(365,932)	(347,765)	(306,398)
Loans, net	62,474,283	59,125,185	51,701,919
Loans held for sale	87,695	716,046	407,226
Investments in life insurance	1,330,652	1,320,775	1,273,172
Tax credit investments	1,107,546	1,126,647	1,121,416
Prepaid expenses and other assets	1,254,720	1,183,044	923,324
Premises, equipment and leasehold improvements, net	296,197	277,809	207,592
Goodwill	198,447	198,447	203,177
Other intangible assets	91,774	96,520	112,399
Mortgage servicing rights	66,139	63,191	62,410
Total Assets	<u>\$ 87,780,507</u>	<u>\$ 84,320,096</u>	<u>\$ 73,277,772</u>
<u>LIABILITIES AND EQUITY</u>			
Liabilities:			
Deposits:			
Noninterest-bearing checking	\$ 26,355,331	\$ 25,122,856	\$ 22,740,303
Interest-bearing checking	17,324,683	14,457,910	14,575,890
Money market checking	9,251,504	9,895,827	7,969,787
Money market savings and passbooks	8,752,396	8,843,432	8,203,340
Certificates of deposit	7,234,794	7,116,298	5,113,061
Total Deposits	68,918,708	65,436,323	58,602,381
Short-term borrowings	100,000	450,000	100,000
Long-term FHLB advances	8,300,000	8,300,000	5,900,000
Senior notes	894,723	894,304	397,955
Subordinated notes	777,084	776,989	387,380
Debt related to variable interest entities	—	—	25,973
Other liabilities	971,691	1,034,534	955,431
Total Liabilities	79,962,206	76,892,150	66,369,120
Shareholders' Equity:			
Preferred stock	990,000	990,000	1,139,525
Common stock	1,617	1,579	1,543
Additional paid-in capital	3,778,913	3,536,400	3,301,705
Retained earnings	3,051,611	2,899,417	2,459,540
Accumulated other comprehensive income (loss)	(3,840)	550	6,339
Total Shareholders' Equity	7,818,301	7,427,946	6,908,652
Total Liabilities and Shareholders' Equity	<u>\$ 87,780,507</u>	<u>\$ 84,320,096</u>	<u>\$ 73,277,772</u>

Average Balances, Yields and Rates	Quarter Ended December 31,						Quarter Ended September 30,		
	2017			2016			2017		
	Average Balance	Interest Income/ Expense ⁽¹⁾	Yields/ Rates ⁽²⁾	Average Balance	Interest Income/ Expense ⁽¹⁾	Yields/ Rates ⁽²⁾	Average Balance	Interest Income/ Expense ⁽¹⁾	Yields/ Rates ⁽²⁾
<i>(\$ in thousands)</i>									
Assets:									
Cash and cash equivalents	\$ 983,289	\$ 2,863	1.16%	\$ 1,773,312	\$ 2,358	0.53%	\$ 1,121,328	\$ 3,193	1.13%
Investment securities	18,150,468	184,827	4.07%	14,343,171	142,284	3.97%	17,172,684	174,515	4.07%
Loans	61,163,482	527,227	3.41%	51,107,467	429,826	3.33%	58,965,714	509,222	3.41%
FHLB stock	282,150	4,842	6.81%	147,697	9,819	26.45%	274,424	3,864	5.59%
Total interest-earning assets	80,579,389	719,759	3.54%	67,371,647	584,287	3.44%	77,534,150	690,794	3.53%
Noninterest-earning cash	341,903			312,323			315,592		
Goodwill and other intangibles	292,505			294,699			301,823		
Other assets	3,380,998			3,091,686			3,280,800		
Total noninterest-earning assets	4,015,406			3,698,708			3,898,215		
Total Assets	<u>\$84,594,795</u>			<u>\$71,070,355</u>			<u>\$81,432,365</u>		
Liabilities and Equity:									
Checking	\$40,653,195	4,672	0.05%	\$35,547,235	1,204	0.01%	\$39,109,681	3,585	0.04%
Money market checking and savings	17,699,117	17,577	0.39%	16,751,447	5,567	0.13%	17,641,318	16,156	0.36%
CDs	7,062,947	23,871	1.34%	4,911,972	14,435	1.17%	6,327,378	20,519	1.29%
Total deposits	65,415,259	46,120	0.28%	57,210,654	21,206	0.15%	63,078,377	40,260	0.25%
Short-term borrowings	471,304	1,416	1.19%	103,261	467	1.80%	653,263	1,968	1.20%
Long-term FHLB advances	8,159,783	31,390	1.53%	4,953,261	18,173	1.46%	7,558,696	28,828	1.51%
Senior notes ⁽³⁾	894,519	5,919	2.65%	397,857	2,575	2.59%	894,086	5,918	2.65%
Subordinated notes ⁽³⁾	777,038	9,095	4.68%	387,356	4,426	4.57%	776,943	9,094	4.68%
Other borrowings	—	—	—%	26,700	122	1.83%	20,123	146	2.90%
Total borrowings	10,302,644	47,820	1.85%	5,868,435	25,763	1.75%	9,903,111	45,954	1.85%
Total interest-bearing liabilities	75,717,903	93,940	0.49%	63,079,089	46,969	0.30%	72,981,488	86,214	0.47%
Noninterest-bearing liabilities	1,103,473			1,262,604			1,029,656		
Preferred equity	990,000			1,139,525			990,000		
Common equity	6,783,419			5,589,137			6,431,221		
Total Liabilities and Equity	<u>\$84,594,795</u>			<u>\$71,070,355</u>			<u>\$81,432,365</u>		
Net interest spread ⁽⁴⁾			3.05%			3.14%			3.06%
Net interest income (fully taxable-equivalent basis) and net interest margin ⁽⁵⁾		<u>\$ 625,819</u>	3.08%		<u>\$ 537,318</u>	3.16%		<u>\$ 604,580</u>	3.09%
Reconciliation of tax-equivalent net interest income to reported net interest income:									
Tax-equivalent adjustment		(56,958)			(46,693)			(53,627)	
Net interest income, as reported		<u>\$ 568,861</u>			<u>\$ 490,625</u>			<u>\$ 550,953</u>	

⁽¹⁾ Interest income is presented on a fully taxable-equivalent basis.

⁽²⁾ Yields/rates are annualized.

⁽³⁾ Average balances include unamortized issuance discounts and costs. Interest expense includes amortization of issuance discounts and costs.

⁽⁴⁾ Net interest spread represents the average yield on interest-earning assets less the average rate on interest-bearing liabilities.

⁽⁵⁾ Net interest margin represents net interest income on a fully taxable-equivalent basis divided by total average interest-earning assets.

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Average Balances, Yields and Rates	Year Ended December 31,					
	2017			2016		
	Average Balance	Interest Income/Expense ⁽¹⁾	Yields/Rates	Average Balance	Interest Income/Expense ⁽¹⁾	Yields/Rates
(\$ in thousands)						
Assets:						
Cash and cash equivalents	\$ 1,217,293	\$ 11,850	0.97%	\$ 1,913,466	\$ 9,485	0.50%
Investment securities	16,828,290	686,701	4.08%	12,172,626	506,608	4.16%
Loans	57,269,820	1,950,504	3.41%	47,912,320	1,617,938	3.38%
FHLB stock	235,259	14,861	6.32%	154,036	19,266	12.51%
Total interest-earning assets	<u>75,550,662</u>	<u>2,663,916</u>	3.53%	<u>62,152,448</u>	<u>2,153,297</u>	3.46%
Noninterest-earning cash	324,696			283,292		
Goodwill and other intangibles	303,498			298,014		
Other assets	3,272,772			3,001,916		
Total noninterest-earning assets	<u>3,900,966</u>			<u>3,583,222</u>		
Total Assets	<u>\$ 79,451,628</u>			<u>\$ 65,735,670</u>		
Liabilities and Equity:						
Checking	\$ 38,792,204	10,818	0.03%	\$ 33,150,987	3,703	0.01%
Money market checking and savings	16,999,755	45,852	0.27%	14,979,993	15,305	0.10%
CDs	6,133,143	78,116	1.27%	4,642,625	54,757	1.18%
Total deposits	<u>61,925,102</u>	<u>134,786</u>	0.22%	<u>52,773,605</u>	<u>73,765</u>	0.14%
Short-term borrowings	670,919	7,601	1.13%	499,253	3,311	0.66%
Long-term FHLB advances	7,019,452	105,272	1.50%	4,459,836	68,487	1.54%
Senior notes ⁽²⁾	682,216	17,883	2.62%	397,559	10,295	2.59%
Subordinated notes ⁽²⁾	731,018	34,197	4.68%	161,920	7,377	4.56%
Other borrowings	17,722	416	2.35%	28,076	476	1.69%
Total borrowings	<u>9,121,327</u>	<u>165,369</u>	1.81%	<u>5,546,644</u>	<u>89,946</u>	1.62%
Total interest-bearing liabilities	<u>71,046,429</u>	<u>300,155</u>	0.42%	<u>58,320,249</u>	<u>163,711</u>	0.28%
Noninterest-bearing liabilities	1,052,700			1,109,027		
Preferred equity	987,633			1,123,132		
Common equity	6,364,866			5,183,262		
Total Liabilities and Equity	<u>\$ 79,451,628</u>			<u>\$ 65,735,670</u>		
Net interest spread ⁽³⁾			3.11%			3.18%
Net interest income (fully taxable-equivalent basis) and net interest margin ⁽⁴⁾		<u>\$ 2,363,761</u>	3.13%		<u>\$ 1,989,586</u>	3.20%
Reconciliation of tax-equivalent net interest income to reported net interest income:						
Tax-equivalent adjustment		(212,298)			(172,424)	
Net interest income, as reported		<u>\$ 2,151,463</u>			<u>\$ 1,817,162</u>	

⁽¹⁾ Interest income is presented on a fully taxable-equivalent basis.⁽²⁾ Average balances include unamortized issuance discounts and costs. Interest expense includes amortization of issuance discounts and costs.⁽³⁾ Net interest spread represents the average yield on interest-earning assets less the average rate on interest-bearing liabilities.⁽⁴⁾ Net interest margin represents net interest income on a fully taxable-equivalent basis divided by total average interest-earning assets.

Operating Information	Quarter Ended December 31,		Quarter Ended September 30,		Year Ended December 31,	
	2017	2016	2017	2017	2016	
<i>(\$ in thousands)</i>						
Net income to average assets ⁽¹⁾	0.91%	1.00%	0.97%	0.95%	1.02%	
Net income available to common shareholders to average common equity ⁽¹⁾	10.53%	11.51%	11.46%	10.99%	11.67%	
Net income available to common shareholders to average tangible common equity ⁽¹⁾	11.00%	12.15%	12.02%	11.54%	12.38%	
Net interest income to average interest-earning assets ⁽¹⁾	2.80%	2.90%	2.82%	2.85%	2.92%	
Dividend payout ratio	15.5%	15.6%	14.9%	15.5%	16.1%	
Efficiency ratio ⁽²⁾	63.7%	60.1%	62.4%	62.8%	60.5%	
Net loan charge-offs (recoveries)	\$ (1,125)	\$ 207	\$ 655	\$ 647	\$ 1,852	
Net loan charge-offs (recoveries) to average total loans ⁽¹⁾	(0.01%)	0.00%	0.00%	0.00%	0.00%	
Allowance for loan losses to:						
Total loans	0.58%	0.59%	0.58%	0.58%	0.59%	
Nonaccrual loans	971.8%	625.0%	917.1%	971.8%	625.0%	

⁽¹⁾ For periods less than a year, ratios are annualized.

⁽²⁾ Efficiency ratio is the ratio of noninterest expense to the sum of net interest income and noninterest income.

Effective Tax Rate	Quarter Ended December 31,		Quarter Ended September 30,		Year Ended December 31,	
	2017	2016	2017	2017	2016	
Effective tax rate, prior to excess tax benefits and deferred tax assets valuation adjustment	22.4%	24.4%	23.1%	22.9%	23.9%	
Excess tax benefits—stock options	(21.1)%	(2.3)%	(3.9)%	(8.3)%	(4.2)%	
Excess tax benefits—other stock awards	(0.2)%	(0.4)%	(1.9)%	(2.1)%	(1.1)%	
Total excess tax benefits	(21.3)%	(2.7)%	(5.8)%	(10.4)%	(5.3)%	
Deferred tax assets valuation adjustment ⁽¹⁾	16.8%	—%	—%	4.4%	—%	
Effective tax rate	17.9%	21.7%	17.3%	16.9%	18.6%	

⁽¹⁾ For the quarter and year ended December 31, 2017, as a result of the Tax Reform Act, the Bank recorded a one-time revaluation adjustment of \$39.7 million to reduce its deferred tax assets, which increased the provision for income taxes. See “Income Taxes” for additional information.

Mortgage Loan Sales	Quarter Ended December 31,		Quarter Ended September 30,		Year Ended December 31,	
	2017	2016	2017	2017	2016	
<i>(\$ in thousands)</i>						
Loans sold:						
Flow sales:						
Agency	\$ 20,967	\$ 180,188	\$ 26,152	\$ 131,111	\$ 434,094	
Non-agency	91,916	133,015	88,534	309,482	323,454	
Total flow sales	112,883	313,203	114,686	440,593	757,548	
Bulk sales:						
Non-agency	856,359	487,804	707,669	2,436,584	2,389,879	
Total loans sold	\$ 969,242	\$ 801,007	\$ 822,355	\$ 2,877,177	\$ 3,147,427	
Gain on sale of loans:						
Amount	\$ 3,065	\$ 818	\$ 1,963	\$ 9,233	\$ 4,828	
Gain as a percentage of loans sold	0.32%	0.10%	0.24%	0.32%	0.15%	

Loan Originations	Quarter Ended December 31,		Quarter Ended September 30,	Year Ended December 31,	
	2017	2016	2017	2017	2016
<i>(\$ in thousands)</i>					
Single family (1-4 units)	\$ 3,011,145	\$ 3,064,315	\$ 2,987,278	\$ 11,568,111	\$ 10,615,621
Home equity lines of credit	433,733	452,445	459,709	1,731,988	1,815,252
Multifamily (5+ units)	842,329	742,991	805,429	2,703,242	2,542,551
Commercial real estate	334,557	446,677	197,596	1,263,776	1,354,527
Construction	331,501	480,480	413,842	1,480,957	1,342,404
Business	1,766,978	2,137,549	1,879,393	6,252,983	5,572,410
Stock and other secured	332,245	328,105	320,952	1,587,393	1,401,559
Unsecured	397,325	281,740	179,686	1,044,769	1,076,550
Total loans originated	<u>\$ 7,449,813</u>	<u>\$ 7,934,302</u>	<u>\$ 7,243,885</u>	<u>\$ 27,633,219</u>	<u>\$ 25,720,874</u>

Loan Servicing Portfolio	As of				
	December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
<i>(\$ in millions)</i>					
Loans serviced for investors	\$ 12,495	\$ 12,111	\$ 11,791	\$ 11,838	\$ 11,655

Asset Quality Information	As of				
	December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
<i>(\$ in thousands)</i>					
Nonperforming assets:					
Nonaccrual loans	\$ 37,656	\$ 37,922	\$ 43,384	\$ 51,694	\$ 49,020
Other real estate owned	—	—	1,930	—	—
Total nonperforming assets	<u>\$ 37,656</u>	<u>\$ 37,922</u>	<u>\$ 45,314</u>	<u>\$ 51,694</u>	<u>\$ 49,020</u>
Nonperforming assets to total assets	0.04%	0.04%	0.06%	0.07%	0.07%
Accruing loans 90 days or more past due	\$ —	\$ —	\$ —	\$ —	\$ —
Restructured accruing loans	\$ 12,605	\$ 18,242	\$ 13,001	\$ 14,224	\$ 14,278

Book Value Ratios	As of				
	December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
<i>(in thousands, except per share amounts)</i>					
Number of shares of common stock outstanding	161,696	157,930	157,686	157,122	154,292
Book value per common share	<u>\$ 42.23</u>	<u>\$ 40.76</u>	<u>\$ 39.76</u>	<u>\$ 39.13</u>	<u>\$ 37.39</u>
Tangible book value per common share	<u>\$ 40.43</u>	<u>\$ 38.90</u>	<u>\$ 37.83</u>	<u>\$ 37.16</u>	<u>\$ 35.35</u>

	As of					
	2017			2016		
	December 31 ⁽¹⁾		September 30	June 30	March 31	December 31
<i>Capital Ratios</i>	Actual	Fully Phased-in ⁽²⁾	Actual			
Tier 1 leverage ratio (Tier 1 capital to average assets)	8.85%	8.83%	8.78%	8.99%	9.22%	9.37%
Common Equity Tier 1 capital to risk-weighted assets	10.63%	10.57%	10.58%	10.72%	11.15%	10.83%
Tier 1 capital to risk-weighted assets	12.22%	12.19%	12.27%	12.49%	12.94%	13.07%
Total capital to risk-weighted assets	14.11%	14.09%	14.23%	14.51%	15.04%	14.46%
Regulatory Capital ⁽³⁾						
<i>(\$ in thousands)</i>						
Common Equity Tier 1 capital	\$ 6,488,618	\$ 6,449,589	\$ 6,140,330	\$ 5,975,457	\$ 5,852,885	\$ 5,496,582
Tier 1 capital	\$ 7,457,944	\$ 7,439,589	\$ 7,121,330	\$ 6,960,057	\$ 6,788,885	\$ 6,631,383
Total capital	\$ 8,615,389	\$ 8,597,034	\$ 8,259,581	\$ 8,087,714	\$ 7,892,528	\$ 7,337,725
Assets ⁽³⁾						
<i>(\$ in thousands)</i>						
Average assets	\$ 84,238,404	\$ 84,220,049	\$ 81,125,539	\$ 77,419,255	\$ 73,624,461	\$ 70,779,188
Risk-weighted assets	\$ 61,054,083	\$ 61,035,729	\$ 58,027,938	\$ 55,730,798	\$ 52,476,984	\$ 50,744,017

⁽¹⁾ Ratios and amounts as of December 31, 2017 are preliminary.

⁽²⁾ Certain adjustments required under the Basel III Capital Rules will be phased in through the end of 2018. The ratios and amounts shown in this column are calculated assuming a fully phased-in basis of all such adjustments as if they were effective as of December 31, 2017.

⁽³⁾ As defined by regulatory capital rules.

<i>Wealth Management Assets</i>	As of				
	December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
<i>(\$ in millions)</i>					
First Republic Investment Management	\$ 52,712	\$ 50,318	\$ 47,530	\$ 44,573	\$ 41,154
Brokerage and investment:					
Brokerage	43,015	40,652	37,658	35,397	32,218
Money market mutual funds	1,671	1,201	1,402	1,795	2,048
Total brokerage and investment	44,686	41,853	39,060	37,192	34,266
Trust Company:					
Trust	4,678	4,441	4,276	3,929	3,754
Custody	4,885	4,734	4,559	4,438	4,406
Total Trust Company	9,563	9,175	8,835	8,367	8,160
Total Wealth Management Assets	\$ 106,961	\$ 101,346	\$ 95,425	\$ 90,132	\$ 83,580

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