

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

FRB OMB Number: 7100-0091  
 FDIC OMB Number: 3084-0030  
 OCC OMB Number: 1557-0108  
 OTS OMB Number: 1550-0019

<b>Filing Information</b>			
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		07/24/2019	

<b>Filer Information</b>					
Name of Reporting Person	Street Address	City	State	ZIP Code	Relationship of Reporting Person to Issuer
David B Lichtman	c/o First Republic Bank 111 Pine Street, 2nd Floor	San Francisco	CA	94111	Officer <b>Description:</b> Senior Executive Vice President and Chief Credit Officer

<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>									
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 1	07/24/2019		S		10,000 Shares (D)	\$98.00	17737 Shares	Direct	
Common Stock	07/24/2019		S		3,238 Shares (D)	\$98.00		Indirect	By spouse
Common Stock	07/26/2019		S		2,552 Shares (D)	\$99.00	15185 Shares	Direct	

<b>Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>														
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
Restricted Stock Units 2								01/22/2022	Common Stock	13,581 Shares		13,581	Direct	
Restricted Stock Units 3								04/01/2020	Common Stock	925 Shares		925	Indirect	By spouse
Restricted Stock Units 4								08/01/2019	Common Stock	133 Shares		133	Indirect	By spouse
Restricted Stock Units 5								08/31/2022	Common Stock	508 Shares		508	Indirect	By spouse
Restricted Stock Units 6								03/15/2023	Common Stock	632 Shares		632	Indirect	By spouse
Restricted Stock Units 7								05/31/2022	Common Stock	303 Shares		303	Indirect	By spouse

**Explanation of Responses**

(1) The price 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 Reserve 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 \$97.50 and \$98.50. (2) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 4,527 units scheduled to vest on each January 22, 2020, 2021 and 2022. (3) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 925 units scheduled to vest on April 1, 2020. (4) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 133 units scheduled to vest on August 1, 2019. (5) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 127 units scheduled to vest on August 31, 2019, 2020, 2021 and 2022. (6) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 158 units scheduled to vest on March 15, 2020, 2021, 2022 and 2023. (7) Restricted Stock Units are awarded under the Company's Omnibus Award Plan with 101 units scheduled to vest on May 31, 2020, 2021, and 2022.

\* Signed by: \_\_\_\_\_ /s/David B. Lichtman Date: 07/26/2019 ✓

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 20420 (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).

<b>Exhibit Information</b>
There is no Power of Attorney information
There is no Other information