

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): February 16, 2022

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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.01 par value	FRC	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 5.125% Noncumulative Perpetual Series H Preferred Stock	FRC-PrH	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 5.50% Noncumulative Perpetual Series I Preferred Stock	FRC-PrI	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 4.70% Noncumulative Perpetual Series J Preferred Stock	FRC-PrJ	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 4.125% Noncumulative Perpetual Series K Preferred Stock	FRC-PrK	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 4.250% Noncumulative Perpetual Series L Preferred Stock	FRC-PrL	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 4.000% Noncumulative Perpetual Series M Preferred Stock	FRC-PrM	New York Stock Exchange
Depository Shares, Each Representing a 1/40th Interest in a Share of 4.500% Noncumulative Perpetual Series N Preferred Stock	FRC-PrN	New York Stock Exchange

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 16, 2022, the Board of Directors (the “Board”) of First Republic Bank (the “Bank”) appointed Shilla Kim-Parker and reappointed James H. Herbert, II, the Bank’s Founder and Co-Chief Executive Officer, as directors of the Bank, in each case effective February 17, 2022. At the time of Ms. Kim-Parker and Mr. Herbert’s appointment, the Board had not yet determined the committees of the Board on which Ms. Kim-Parker or Mr. Herbert will serve.

Ms. Kim-Parker will receive the same compensation as is paid to other non-employee directors of the Bank. Mr. Herbert will not receive any compensation for his service as a director of the Bank.

There are no arrangements or understandings between Ms. Kim-Parker or Mr. Herbert and any other persons pursuant to which Ms. Kim-Parker or Mr. Herbert was selected as a director. In addition, neither Ms. Kim-Parker nor Mr. Herbert has a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K, except as previously disclosed in the Bank’s Proxy Statement for its 2021 Annual Meeting of Stockholders.

Item 7.01 Regulation FD Disclosure.

On February 17, 2022, the Bank issued a press release announcing the appointment of Ms. Kim-Parker and Mr. Herbert to the Board. A copy of the press release is attached hereto as Exhibit 99.1.

The information furnished by the Bank pursuant to this item, including Exhibit 99.1, 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.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 99.1 Press Release, dated February 17, 2022.

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: February 17, 2022

First Republic Bank

By: /s/ Olga Tsokova

Name: Olga Tsokova

Title: Executive Vice President,
Chief Financial Officer (Acting) and
Chief Accounting Officer



FIRST REPUBLIC BANK ANNOUNCES TWO BOARD APPOINTMENTS
*Board Welcomes New Director Shilla Kim-Parker,
Reappoints Founder and Co-CEO Jim Herbert*

SAN FRANCISCO, Feb. 17, 2022 – [First Republic Bank](#) (NYSE:FRC), a leading private bank and wealth management company, announced that Shilla Kim-Parker, CEO & Co-Founder of online retailer Thrilling, has been named to First Republic Bank’s Board of Directors effective today.

[Kim-Parker](#), 39, is an entrepreneur and executive whose background includes leadership, operations and digital strategy roles for Disney’s Television Group, Lincoln Center for the Performing Arts and J.P. Morgan. In 2018, she co-founded [Thrilling](#), a venture capital-backed digital marketplace that connects nearly 1,000 vintage boutiques across the U.S. with shoppers around the world. Kim-Parker is a graduate of Harvard College and Harvard Business School.

Kim-Parker said: “First Republic is an exemplary, service-driven organization that cares deeply about its clients, colleagues and communities. I’m honored to be joining a company that each day truly demonstrates its values and commitment to all of its stakeholders.”

The bank also announced that [Jim Herbert](#), Founder and Co-CEO of First Republic Bank, has been reappointed to the Board of Directors also effective today.

Herbert said: “First Republic’s ability to consistently provide exceptional client service reflects the enduring strength of our business model and continues to drive our organic growth. Our leadership team is doing a fantastic job, and I look forward to resuming my board service with a continued focus on forward-looking strategy and our culture of service, collaboration and empowerment.”

George G. C. Parker, Acting Chairman, said: “Shilla is a dynamic and experienced leader who shares First Republic’s values. Her digital media experience and entrepreneurial background are a terrific complement to the Board, as we continue to focus on strategies that attract and retain our next generation of clients. We’re also very pleased to reappoint Jim to the Board. As our Founder, his commitment to and passion for First Republic’s client-focused, service model is unparalleled and meaningfully supports our ongoing success.”

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 and offers a complete line of products, including residential, commercial and personal loans, deposit services, and wealth management. Services are offered through preferred banking or wealth management offices primarily in San Francisco, Palo Alto,



FIRST REPUBLIC BANK

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PRESS RELEASE

FOR IMMEDIATE RELEASE

Los Angeles, Santa Barbara, Newport Beach and San Diego, California; Portland, Oregon; Boston, Massachusetts; Palm Beach, Florida; Greenwich, Connecticut; New York, New York; and Jackson, Wyoming. First Republic is a constituent of the S&P 500 Index and KBW Nasdaq Bank Index. For more information, visit firstrepublic.com.

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