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): December 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:

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

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 December 16, 2022, the Board of Directors (the “Board”) of First Republic Bank (the “Bank”) appointed Mr. Thomas J. Barrack, Jr. as a director of the Bank effective December 16, 2022. In addition, the Board appointed Mr. Barrack to the Compensation Committee and Directors’ Investment Committee.

Mr. Barrack is a widely recognized entrepreneur and executive leader, who was awarded France’s Chevalier de la Légion d’honneur by President Nicolas Sarkozy. He is Founder and former Executive Chairman and CEO of Colony Capital, Inc. (now known as DigitalBridge Group, Inc.), which he led for close to three decades. During this time, he was also part of the investment group that helped finance the management-led buyback of First Republic Bank from Bank of America completed in July 2010. Mr. Barrack served on First Republic’s Board of Directors during the period 2010 to 2021.

“Tom has made very significant contributions to First Republic over many years as a Board member, investor and someone who understands and supports our unique strategy and culture and we welcome him back to the Bank’s Board,” said Jim Herbert, Founder and Executive Chairman of First Republic.

Mr. Barrack will receive the same compensation as is paid to other non-employee directors of the Bank. In addition, Mr. Barrack does not have a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.
SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 16, 2022

First Republic Bank

By: /s/ Olga Tsokova
Name: Olga Tsokova
Title: Executive Vice President, Deputy Chief Financial Officer and Chief Accounting Officer