

**UNITED STATES
FEDERAL DEPOSIT INSURANCE CORPORATION
Washington, D.C. 20429**

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

First Republic Bank

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11
(set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

- (4) Date Filed:

Your **Vote** Counts!

FIRST REPUBLIC BANK

2022 Annual Meeting

Vote by May 16, 2022

11:59 PM ET

FIRST REPUBLIC BANK
111 PINE STREET
SAN FRANCISCO, CA 94111



D72185-P64366

You invested in **FIRST REPUBLIC BANK** and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 17, 2022.**

Get informed before you vote

View the Notice and Proxy Statement and Annual Report on Form 10-K at www.proxyvote.com OR you can receive a free paper or email copy of the material(s) by requesting prior to May 3, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote in Person at the Meeting*

May 17, 2022
9:00 AM, Eastern Time

New York Yacht Club
37 West 44th Street
New York, NY 10036

*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommendations
1. Election of Directors Nominees:	
1a. James H. Herbert, II	✔ For
1b. Katherine August-deWilde	✔ For
1c. Frank J. Fahrenkopf, Jr.	✔ For
1d. Boris Groysberg	✔ For
1e. Sandra R. Hernández	✔ For
1f. Pamela J. Joyner	✔ For
1g. Shilla Kim-Parker	✔ For
1h. Reynold Levy	✔ For
1i. George G.C. Parker	✔ For
1j. Michael J. Roffler	✔ For
2. To ratify KPMG LLP as the independent registered public accounting firm of First Republic Bank for the fiscal year ending December 31, 2022.	✔ For
3. To approve the amendments to the First Republic Bank 2017 Omnibus Award Plan.	✔ For
4. To approve, by advisory (non-binding) vote, the compensation of our executive officers (“say on pay” vote).	✔ For
NOTE: The proxies, in their discretion, are authorized to vote on such other business as may properly come before the meeting or any adjournment thereof.	