

# 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): April 14, 2021

## 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

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 April 14, 2021, regarding its financial results for the quarter ended March 31, 2021. 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 April 14, 2021, with respect to the Bank’s financial results for the quarter ended March 31, 2021.

## 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: April 14, 2021.

First Republic Bank

By: /s/ Michael J. Roffler  
Name: Michael J. Roffler  
Title: Executive Vice President and  
Chief Financial Officer

## FIRST REPUBLIC REPORTS FIRST QUARTER 2021 RESULTS

*Revenues Increased 24% Year-Over-Year*

*Tangible Book Value Per Share Increased 14.5% Year-Over-Year*

*10% Quarterly Dividend Increase Marks 10<sup>th</sup> Consecutive Year of Dividend Increases*

**San Francisco, California, April 14, 2021** – First Republic Bank (NYSE: FRC) today announced financial results for the quarter ended March 31, 2021.

“First Republic is off to a very strong start in 2021, driven by strong growth in loans, deposits and wealth management assets,” said Jim Herbert, Founder, Chairman and CEO. “Our client-centric business model continues to perform very well.”

### Quarterly Highlights

#### *Financial Results*

- Year-over-year:
  - Revenues were \$1.1 billion, up 23.8%.
  - Net interest income was \$938.8 million, up 24.8%.
  - Net income was \$334.8 million, up 53.1%.
  - Diluted earnings per share of \$1.79, up 49.2%.
  - Tangible book value per share was \$59.98, up 14.5%.
- Loan originations totaled \$15.7 billion, our strongest first quarter ever.
- Net interest margin was 2.67%, compared to 2.73% for the prior quarter.
- Efficiency ratio was 63.5% for both the first quarter of 2021 and 2020.
- Increased quarterly dividend by 10% to \$0.22 per share.

#### *Continued Capital and Credit Strength*

- Tier 1 leverage ratio was 8.32%.
- Nonperforming assets were at a low 11 basis points of total assets.
- Net charge-offs were only \$487,000, or less than 1 basis point of average loans.

#### *Continued Franchise Development*

- Year-over-year:
  - Loans totaled \$118.1 billion, up 23.9%, excluding loans held for sale.
  - Deposits were \$127.9 billion, up 36.5%.
  - Wealth management assets were \$218.9 billion, up 58.8%.
  - Wealth management revenues were \$159.6 million, up 18.7%.

“We’re pleased with the very strong growth of revenue and earnings per share during the first quarter,” said Mike Roffler, Chief Financial Officer. “We also increased the quarterly dividend for the 10<sup>th</sup> consecutive year and accessed the capital markets twice during the quarter, which contributed to the 25% increase in total equity year-over-year.”

### **Quarterly Cash Dividend of \$0.22 per Share**

The Bank announced an increase of \$0.02 in its quarterly cash dividend to \$0.22 per share of common stock, our 10<sup>th</sup> consecutive year of quarterly dividend increases. The first quarter dividend is payable on May 13, 2021 to shareholders of record as of April 29, 2021.

### **Strong Asset Quality**

Credit quality remains strong. Nonperforming assets were only 11 basis points of total assets at March 31, 2021. The Bank had modest net loan charge-offs of only \$487,000 for the quarter.

During the first quarter, the Bank recorded a reversal of provision for credit losses of \$14.6 million, which was primarily driven by a substantially improved economic outlook since year-end 2020 and the significant resumption of regular, consistent loan payments on COVID-19 loan modifications following the end of the modification period.

### **Continued Capital Strength and Book Value Growth**

The Bank’s Tier 1 leverage ratio was 8.32% at March 31, 2021, compared to 8.14% at December 31, 2020.

During the first quarter, the Bank issued \$747.5 million of 4.250% Noncumulative Perpetual Preferred Stock, which qualifies as Tier 1 capital, and redeemed all of the outstanding shares of its 5.50% Noncumulative Perpetual Preferred Stock, which totaled \$150.0 million.

In addition, the Bank sold 2,012,500 new shares of common stock in an underwritten public offering, which added approximately \$331.3 million to common equity.

Total common stock sold and preferred stock issued, net of preferred stock redeemed, added approximately \$914.2 million of Tier 1 capital in the quarter and contributed to the 25% increase in total equity year-over-year.

The Bank has not and does not engage in common stock buybacks.

Book value per common share at March 31, 2021 was \$61.26, up 14.0% from a year ago. Tangible book value per common share at March 31, 2021 was \$59.98, up 14.5% from a year ago.

## **Continued Franchise Development**

### *Loan Originations*

Loan originations were \$15.7 billion for the quarter, up 52.4% from the same quarter a year ago, primarily due to increases in single family and business lending, as well as loan originations under the Small Business Administration's Paycheck Protection Program ("PPP").

Single family loan originations were 44% of the total volume for the quarter and had a weighted average loan-to-value ratio of 57%. In addition, multifamily and commercial real estate loans originated were 7% of total originations, and had a weighted average loan-to-value ratio of 49%.

Loans totaled \$118.1 billion at March 31, 2021, up 23.9% compared to a year ago, excluding loans held for sale, primarily due to increases in single family loans (71% of growth), business and multifamily loans, as well as PPP loans.

### *COVID-19 Loan Modifications Continue to Decline*

Remaining loan modifications to those borrowers experiencing financial challenges as a result of COVID-19 (not classified as troubled debt restructurings) totaled \$967 million, and were less than 1% of total loans as of March 31, 2021, down from a peak of approximately 4% of total loans as of June 30, 2020.

The Bank has limited loan exposure to several of the areas most directly impacted by COVID-19, such as the retail, hotel and restaurant industries, which totaled \$2.5 billion as of March 31, 2021, only 2.1% of total loans. As of March 31, 2021, the Bank had modifications of these portfolios totaling \$141 million, only 0.1% of total loans.

### *Deposit Growth*

Total deposits increased to \$127.9 billion, up 36.5% compared to a year ago, and had an average rate paid of 9 basis points during the quarter.

At March 31, 2021, checking deposit balances were 67.5% of total deposits.

### *Investments*

Total investment securities at March 31, 2021 were \$21.7 billion, a 17.0% increase compared to the prior quarter and a 15.4% increase compared to a year ago.

High-quality liquid assets, including eligible cash, totaled \$23.3 billion at March 31, 2021, and represented 15.3% of quarterly average total assets.

### Wealth Management

Total wealth management assets were \$218.9 billion at March 31, 2021, up 12.6% compared to the prior quarter and up 58.8% compared to a year ago. The increases in wealth management assets were due to both net client inflow and market appreciation.

Wealth management revenues totaled \$159.6 million for the quarter, up 18.7% compared to last year's first quarter. Such revenues represented 14.1% of the Bank's total revenues for the quarter.

Wealth management assets at March 31, 2021 included investment management assets of \$90.8 billion, brokerage assets and money market mutual funds of \$112.9 billion, and trust and custody assets of \$15.2 billion.

### **Income Statement and Key Ratios**

#### Revenue Growth

Total revenues were \$1.1 billion for the quarter, up 23.8% compared to the first quarter a year ago.

#### Net Interest Income Growth

Net interest income was \$938.8 million for the quarter, up 24.8% compared to the first quarter a year ago. The increase in net interest income resulted primarily from growth in average interest-earning assets, partially offset by a decrease in net interest margin.

#### Net Interest Margin

The net interest margin declined to 2.67% in the first quarter, from 2.73% in the prior quarter. The decrease was primarily due to higher average cash balances during the quarter.

#### Noninterest Income

Noninterest income was \$195.9 million for the quarter, up 19.4% compared to the first quarter a year ago. The increase was primarily driven by higher wealth management fees and higher income from investments in life insurance.

#### Noninterest Expense and Efficiency Ratio

Noninterest expense was \$720.4 million for the quarter, up 23.8% compared to the first quarter a year ago. The increase was primarily due to increased salaries and benefits and information systems costs from the continued investments in the expansion of the franchise, and higher professional fees.

The efficiency ratio was 63.5% for both the first quarter of 2021 and 2020.

### Income Taxes

The Bank's effective tax rate for the first quarter of 2021 was 21.9%, compared to 22.1% for the prior quarter, and 19.5% for the first quarter a year ago. The increase from a year ago was primarily the result of lower excess tax benefits from a decrease in stock option exercises by employees, and growth in pre-tax income greater than interest income on tax-exempt municipal securities.

### Conference Call Details

First Republic Bank's first quarter 2021 earnings conference call is scheduled for April 14, 2021 at 7:00 a.m. PT / 10:00 a.m. ET. To access the event by telephone, please dial (800) 458-4121 and provide confirmation code 8396045 approximately 15 minutes prior to the start time (to allow time for registration). International callers should dial +1 (856) 344-9290 and provide the same confirmation code.

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 [ir.firstrepublic.com/events-calendar](http://ir.firstrepublic.com/events-calendar). To listen to the live webcast, please visit the site at least 15 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 April 14, 2021, at 11:00 a.m. PT / 2:00 p.m. ET, through April 21, 2021, at 8:59 p.m. PT / 11:59 p.m. ET. To access the replay, dial (888) 203-1112 and use confirmation code 8396045#. International callers should dial +1 (719) 457-0820 and enter the same confirmation code. 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 [ir.firstrepublic.com/events-calendar](http://ir.firstrepublic.com/events-calendar).

The Bank's press releases are available after release in the Newsroom and Investor Relations section of First Republic Bank's website at [firstrepublic.com](http://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 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, 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](http://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 (the “Exchange Act”). 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. 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.

Forward-looking statements involving such risks and uncertainties include, but are not limited to, statements regarding: projections of loans, assets, deposits, liabilities, revenues, expenses, tax liabilities, net income, capital expenditures, liquidity, dividends, capital structure, investments or other financial items; expectations regarding the banking and wealth management industries; descriptions of plans or objectives of management for future operations, products or services; forecasts of future economic conditions generally and in our market areas in particular, which may affect the ability of borrowers to repay their loans and the value of real property or other property held as collateral for such loans; our opportunities for growth and our plans for expansion (including opening new offices); expectations about the performance of any new offices; projections about the amount and the value of intangible assets, as well as amortization of recorded amounts; future provisions for credit losses on loans and debt securities, as well as for unfunded loan commitments; changes in nonperforming assets; expectations regarding the impact and duration of COVID-19; projections about future levels of loan originations or loan repayments; projections regarding costs, including the impact on our efficiency ratio; and descriptions of assumptions underlying or relating to any of the foregoing.

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 non-traditional financial services and technology companies; our ability to recruit and retain key managers, employees and board members; natural or other disasters, including earthquakes, wildfires, pandemics or acts of terrorism affecting the markets in which we operate; the negative impacts and disruptions resulting from COVID-19 on our colleagues and clients, the communities we serve and the domestic and global economy, which may have an adverse effect on our business, financial position and results of operations; interest rate risk and credit risk; our ability to maintain and follow high underwriting standards; economic and market conditions, including those affecting the valuation of our investment securities portfolio and credit losses on our loans and debt securities; real estate prices generally and in our markets; our geographic and product concentrations; demand for our products and services; developments and uncertainty related to the future use and availability of some reference rates, such as the London Interbank Offered Rate and the 11th District Monthly Weighted Average Cost of Funds Index, as well as other

alternative reference rates; the regulatory environment in which we operate, our regulatory compliance and future regulatory requirements; any future changes to regulatory capital requirements; legislative and regulatory actions affecting us and the financial services industry, such as the Dodd-Frank Wall Street Reform and Consumer Protection Act (the “Dodd-Frank Act”), including increased compliance costs, limitations on activities and requirements to hold additional capital, as well as changes to the Dodd-Frank Act pursuant to the Economic Growth, Regulatory Relief, and Consumer Protection Act; our ability to avoid litigation and its associated costs and liabilities; future Federal Deposit Insurance Corporation (“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 and any subsequent reports filed by First Republic with the FDIC. 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 throughout our public filings under the Exchange Act. 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 March 31,		Quarter Ended December 31,
	2021	2020	2020
Interest income:			
Loans	\$ 873,170	\$ 796,652	\$ 845,150
Investments	140,711	148,569	138,429
Other	5,189	6,960	5,754
Cash and cash equivalents	2,894	3,940	1,819
Total interest income	1,021,964	956,121	991,152
Interest expense:			
Deposits	27,571	118,845	30,405
Borrowings	55,611	85,144	68,019
Total interest expense	83,182	203,989	98,424
Net interest income	938,782	752,132	892,728
Provision (reversal of provision) for credit losses	(14,608)	62,370	35,066
Net interest income after provision (reversal of provision) for credit losses	953,390	689,762	857,662
Noninterest income:			
Investment management fees	119,042	99,296	114,287
Brokerage and investment fees	14,564	15,826	11,489
Insurance fees	3,074	2,157	5,569
Trust fees	5,731	4,976	5,366
Foreign exchange fee income	17,167	12,184	14,688
Deposit fees	6,169	6,597	6,115
Loan and related fees	7,485	6,114	7,167
Loan servicing fees, net	1,488	1,652	1,248
Gain on sale of loans	309	1,925	2,412
Gain on investment securities	655	2,628	88
Income from investments in life insurance	16,549	8,160	16,997
Other income	3,618	2,529	2,211
Total noninterest income	195,851	164,044	187,637
Noninterest expense:			
Salaries and employee benefits	463,404	361,204	415,767
Information systems	83,516	70,715	79,331
Occupancy	57,549	53,641	56,627
Professional fees	21,254	13,117	18,015
Advertising and marketing	12,633	11,843	13,762
FDIC assessments	11,900	10,185	11,650
Other expenses	70,140	61,312	70,892
Total noninterest expense	720,396	582,017	666,044
Income before provision for income taxes	428,845	271,789	379,255
Provision for income taxes	94,012	53,103	83,695
Net income	334,833	218,686	295,560
Dividends on preferred stock	18,525	13,020	16,072
Net income available to common shareholders	\$ 316,308	\$ 205,666	\$ 279,488
Basic earnings per common share	\$ 1.81	\$ 1.20	\$ 1.61
Diluted earnings per common share	\$ 1.79	\$ 1.20	\$ 1.60
Weighted average shares—basic	174,820	170,835	173,111
Weighted average shares—diluted	176,951	172,039	174,708

**CONSOLIDATED BALANCE SHEETS**

(\$ in thousands)	As of		
	March 31, 2021	December 31, 2020	March 31, 2020
<b><u>ASSETS</u></b>			
Cash and cash equivalents	\$ 8,889,492	\$ 5,094,754	\$ 3,949,378
Debt securities available-for-sale	2,428,833	1,906,315	1,243,798
Debt securities held-to-maturity	19,240,358	16,610,212	17,534,920
Less: Allowance for credit losses	(8,024)	(6,902)	(5,087)
Debt securities held-to-maturity, net	19,232,334	16,603,310	17,529,833
Equity securities (fair value)	21,221	20,566	19,575
Loans:			
Single family	65,178,442	61,370,246	49,063,193
Home equity lines of credit	2,392,314	2,449,533	2,703,919
Single family construction	841,962	787,854	779,239
Multifamily	14,141,208	13,768,957	12,823,392
Commercial real estate	8,065,262	8,018,158	7,715,266
Multifamily/commercial construction	2,101,119	2,024,420	1,839,445
Capital call lines of credit	8,653,802	8,149,946	7,512,231
Tax-exempt	3,454,471	3,365,572	3,087,751
Other business	3,679,420	3,340,048	3,094,922
PPP	2,142,253	1,841,376	—
Stock secured	2,519,637	2,518,338	1,919,971
Other secured	1,862,529	1,818,550	1,531,705
Unsecured	3,050,999	3,113,267	3,214,028
Total loans	118,083,418	112,566,265	95,285,062
Allowance for credit losses	(620,825)	(635,019)	(541,906)
Loans, net	117,462,593	111,931,246	94,743,156
Loans held for sale	—	20,679	354,873
Investments in life insurance	2,328,844	2,061,362	1,460,909
Tax credit investments	1,127,465	1,131,905	1,106,693
Premises, equipment and leasehold improvements, net	412,331	403,482	392,953
Goodwill and other intangible assets	225,925	227,512	232,985
Other real estate owned	1,334	—	1,071
Other assets	3,667,588	3,101,003	2,879,705
Total Assets	\$ 155,797,960	\$ 142,502,134	\$ 123,914,929
<b><u>LIABILITIES AND EQUITY</u></b>			
Liabilities:			
Deposits:			
Noninterest-bearing checking	\$ 53,806,762	\$ 46,281,112	\$ 36,920,635
Interest-bearing checking	32,542,600	30,603,221	20,941,790
Money market checking	19,210,069	16,778,884	12,636,674
Money market savings and passbooks	14,097,001	12,584,522	9,052,690
Certificates of deposit	8,250,521	8,681,061	14,140,550
Total Deposits	127,906,953	114,928,800	93,692,339
Long-term FHLB advances	10,505,000	11,755,000	16,250,000
Senior notes	996,668	996,145	994,742
Subordinated notes	778,423	778,313	777,990
Other liabilities	2,669,186	2,293,230	1,840,093
Total Liabilities	142,856,230	130,751,488	113,555,164
Shareholders' Equity:			
Preferred stock	2,142,500	1,545,000	1,145,000
Common stock	1,763	1,741	1,714
Additional paid-in capital	5,191,932	4,834,172	4,543,650
Retained earnings	5,626,958	5,346,355	4,652,089
Accumulated other comprehensive income (loss)	(21,423)	23,378	17,312
Total Shareholders' Equity	12,941,730	11,750,646	10,359,765
Total Liabilities and Shareholders' Equity	\$ 155,797,960	\$ 142,502,134	\$ 123,914,929

Average Balances, Yields and Rates	Quarter Ended March 31,						Quarter Ended December 31,		
	2021			2020			2020		
	Average Balance	Interest Income/ Expense <sup>(1)</sup>	Yields/ Rates <sup>(2)</sup>	Average Balance	Interest Income/ Expense <sup>(1)</sup>	Yields/ Rates <sup>(2)</sup>	Average Balance	Interest Income/ Expense <sup>(1)</sup>	Yields/ Rates <sup>(2)</sup>
<i>(\$ in thousands)</i>									
<b>Assets:</b>									
Cash and cash equivalents	\$ 11,448,652	\$ 2,894	0.10 %	\$ 1,853,579	\$ 3,940	0.85 %	\$ 6,965,598	\$ 1,819	0.10 %
Investment securities:									
U.S. Government-sponsored agency securities	93,889	339	1.45 %	307,449	2,207	2.87 %	50,000	196	1.57 %
Agency residential and commercial MBS	5,625,748	30,536	2.17 %	6,746,664	47,186	2.80 %	5,786,312	32,237	2.23 %
Other residential and commercial MBS	32,992	154	1.87 %	3,834	32	3.33 %	35,437	184	2.08 %
Municipal securities	13,349,101	134,990	4.04 %	11,358,749	122,542	4.32 %	12,638,677	130,938	4.14 %
Other investment securities <sup>(3)</sup>	429,289	2,568	2.39 %	43,783	320	2.92 %	76,272	511	2.68 %
Total investment securities	<u>19,531,019</u>	<u>168,587</u>	<u>3.45 %</u>	<u>18,460,479</u>	<u>172,287</u>	<u>3.73 %</u>	<u>18,586,698</u>	<u>164,066</u>	<u>3.53 %</u>
Loans:									
Residential real estate <sup>(4)</sup>	65,458,977	469,010	2.87 %	51,300,013	404,982	3.16 %	61,523,322	445,028	2.89 %
Multifamily <sup>(5)</sup>	13,922,237	122,829	3.53 %	12,565,723	118,944	3.74 %	13,596,444	125,042	3.60 %
Commercial real estate	8,032,825	77,879	3.88 %	7,574,573	78,609	4.11 %	7,909,682	78,599	3.89 %
Multifamily/commercial construction	2,867,284	31,100	4.34 %	2,550,647	30,285	4.70 %	2,788,321	31,588	4.43 %
Business <sup>(6)</sup>	15,076,564	123,741	3.28 %	12,390,386	122,971	3.93 %	13,382,558	115,809	3.39 %
PPP	1,989,987	15,766	3.17 %	—	—	— %	2,004,127	14,419	2.82 %
Other <sup>(7)</sup>	<u>7,347,624</u>	<u>39,685</u>	<u>2.16 %</u>	<u>6,453,056</u>	<u>47,572</u>	<u>2.92 %</u>	<u>7,253,376</u>	<u>41,385</u>	<u>2.23 %</u>
Total loans	<u>114,695,498</u>	<u>880,010</u>	<u>3.07 %</u>	<u>92,834,398</u>	<u>803,363</u>	<u>3.44 %</u>	<u>108,457,830</u>	<u>851,870</u>	<u>3.11 %</u>
FHLB stock	344,990	5,189	6.10 %	406,974	6,960	6.88 %	412,789	5,754	5.55 %
Total interest-earning assets	<u>146,020,159</u>	<u>1,056,680</u>	<u>2.90 %</u>	<u>113,555,430</u>	<u>986,550</u>	<u>3.46 %</u>	<u>134,422,915</u>	<u>1,023,509</u>	<u>3.02 %</u>
Noninterest-earning cash	413,625			443,255			452,927		
Goodwill and other intangibles	226,683			234,078			228,315		
Other assets	6,091,492			4,721,313			5,706,213		
Total noninterest-earning assets	<u>6,731,800</u>			<u>5,398,646</u>			<u>6,387,455</u>		
Total Assets	<u>\$152,751,959</u>			<u>\$118,954,076</u>			<u>\$140,810,370</u>		
<b>Liabilities and Equity:</b>									
Deposits:									
Checking	\$ 83,679,569	2,074	0.01 %	\$ 53,863,519	8,432	0.06 %	\$ 73,876,676	2,214	0.01 %
Money market checking	18,888,949	7,644	0.16 %	12,724,620	29,302	0.93 %	16,890,334	8,214	0.19 %
Money market savings and passbooks	13,640,388	6,310	0.19 %	9,750,489	15,567	0.64 %	12,259,216	5,925	0.19 %
CDs	<u>8,413,083</u>	<u>11,543</u>	<u>0.56 %</u>	<u>14,185,945</u>	<u>65,544</u>	<u>1.86 %</u>	<u>8,813,489</u>	<u>14,052</u>	<u>0.63 %</u>
Total deposits	<u>124,621,989</u>	<u>27,571</u>	<u>0.09 %</u>	<u>90,524,573</u>	<u>118,845</u>	<u>0.53 %</u>	<u>111,839,715</u>	<u>30,405</u>	<u>0.11 %</u>
Borrowings:									
Short-term borrowings	6	—	0.18 %	1,231,827	4,700	1.53 %	8,638	4	0.17 %
Long-term FHLB advances	11,321,666	40,463	1.45 %	13,420,604	66,566	1.99 %	13,298,478	52,873	1.58 %
Senior notes <sup>(8)</sup>	996,412	6,038	2.42 %	765,308	4,773	2.49 %	995,892	6,034	2.42 %
Subordinated notes <sup>(8)</sup>	<u>778,369</u>	<u>9,110</u>	<u>4.68 %</u>	<u>777,938</u>	<u>9,105</u>	<u>4.68 %</u>	<u>778,260</u>	<u>9,108</u>	<u>4.68 %</u>
Total borrowings	<u>13,096,453</u>	<u>55,611</u>	<u>1.72 %</u>	<u>16,195,677</u>	<u>85,144</u>	<u>2.11 %</u>	<u>15,081,268</u>	<u>68,019</u>	<u>1.80 %</u>
Total interest-bearing liabilities	<u>137,718,442</u>	<u>83,182</u>	<u>0.24 %</u>	<u>106,720,250</u>	<u>203,989</u>	<u>0.77 %</u>	<u>126,920,983</u>	<u>98,424</u>	<u>0.31 %</u>
Noninterest-bearing liabilities	2,637,481			2,030,107			2,341,078		
Preferred equity	1,963,583			1,145,000			1,552,609		
Common equity	<u>10,432,453</u>			<u>9,058,719</u>			<u>9,995,700</u>		
Total Liabilities and Equity	<u>\$152,751,959</u>			<u>\$118,954,076</u>			<u>\$140,810,370</u>		
Net interest spread <sup>(9)</sup>			2.65 %			2.69 %			2.71 %
Net interest income (fully taxable-equivalent basis) and net interest margin <sup>(10)</sup>		<u>\$ 973,498</u>	2.67 %		<u>\$ 782,561</u>	2.74 %		<u>\$ 925,085</u>	2.73 %
<b>Reconciliation of tax-equivalent net interest income to reported net interest income:</b>									
Municipal securities tax-equivalent adjustment		(27,876)			(23,718)			(25,638)	
Business loans tax-equivalent adjustment		(6,840)			(6,711)			(6,719)	
Net interest income, as reported		<u>\$ 938,782</u>			<u>\$ 752,132</u>			<u>\$ 892,728</u>	

(continued on following page)

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<sup>(1)</sup> Interest income is presented on a fully taxable-equivalent basis.

<sup>(2)</sup> Yields/rates are annualized.

<sup>(3)</sup> Includes corporate debt securities, mutual funds and marketable equity securities.

<sup>(4)</sup> Includes single family, home equity lines of credit, and single family construction loans. Also includes single family loans held for sale.

<sup>(5)</sup> Includes multifamily loans held for sale.

<sup>(6)</sup> Includes capital call lines of credit, tax-exempt and other business loans.

<sup>(7)</sup> Includes stock secured, other secured and unsecured loans.

<sup>(8)</sup> Average balances include unamortized issuance discounts and costs. Interest expense includes amortization of issuance discounts and costs.

<sup>(9)</sup> Net interest spread represents the average yield on interest-earning assets less the average rate on interest-bearing liabilities.

<sup>(10)</sup> Net interest margin represents net interest income on a fully taxable-equivalent basis divided by total average interest-earning assets.

<b>Operating Information</b>	<b>Quarter Ended March 31,</b>		<b>Quarter Ended December 31,</b>
	<b>2021</b>	<b>2020</b>	<b>2020</b>
<i>(\$ in thousands, except per share amounts)</i>			
Net income to average assets <sup>(1)</sup> .....	0.89 %	0.74 %	0.84 %
Net income available to common shareholders to average common equity <sup>(1)</sup> .....	12.30 %	9.13 %	11.12 %
Net income available to common shareholders to average tangible common equity <sup>(1)</sup> .....	12.57 %	9.37 %	11.38 %
Dividends per common share .....	\$ 0.20	\$ 0.19	\$ 0.20
Dividend payout ratio .....	11.2 %	15.9 %	12.5 %
Efficiency ratio <sup>(2)</sup> .....	63.5 %	63.5 %	61.6 %
Net loan charge-offs (recoveries) .....	\$ 487	\$ 202	\$ (600)
Net loan charge-offs (recoveries) to average total loans <sup>(1)</sup> .....	0.00 %	0.00 %	(0.00)%
Allowance for loan credit losses to:			
Total loans .....	0.53 %	0.57 %	0.56 %
Nonaccrual loans .....	359.3 %	432.1 %	344.9 %

<sup>(1)</sup> Ratios are annualized.

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

<b>Effective Tax Rate</b>	<b>Quarter Ended March 31,</b>		<b>Quarter Ended December 31,</b>
	<b>2021</b>	<b>2020</b>	<b>2020</b>
Effective tax rate, prior to excess tax benefits—stock awards .....	22.6 %	21.3 %	22.5 %
Excess tax benefits—stock awards .....	(0.7)	(1.8)	(0.4)
Effective tax rate .....	21.9 %	19.5 %	22.1 %

<b>Provision (Reversal of Provision) for Credit Losses</b>	<b>Quarter Ended March 31,</b>		<b>Quarter Ended December 31,</b>
	<b>2021</b>	<b>2020</b>	<b>2020</b>
<i>(\$ in thousands)</i>			
Debt securities held-to-maturity .....	\$ 1,122	\$ 418	\$ 1,186
Loans .....	(13,707)	47,679	29,672
Unfunded loan commitments .....	(2,023)	14,273	4,208
Total provision (reversal of provision) .....	\$ (14,608)	\$ 62,370	\$ 35,066

<b><i>Mortgage Loan Sales</i></b>	<b>Quarter Ended March 31,</b>		<b>Quarter Ended December 31,</b>
	<b>2021</b>	<b>2020</b>	<b>2020</b>
<i>(\$ in thousands)</i>			
Loans sold:			
Flow sales:			
Agency .....	\$ 42,402	\$ 25,774	\$ 152,210
Non-agency .....	1,073	31,870	—
Total flow sales .....	43,475	57,644	152,210
Bulk sales:			
Non-agency .....	—	437,669	—
Total loans sold .....	<u>\$ 43,475</u>	<u>\$ 495,313</u>	<u>\$ 152,210</u>
Gain on sale of loans:			
Amount .....	\$ 309	\$ 1,925	\$ 2,412
Gain as a percentage of loans sold .....	0.71 %	0.39 %	1.58 %

<b><i>Loan Originations</i></b>	<b>Quarter Ended March 31,</b>		<b>Quarter Ended December 31,</b>
	<b>2021</b>	<b>2020</b>	<b>2020</b>
<i>(\$ in thousands)</i>			
Single family .....	\$ 6,902,192	\$ 3,519,336	\$ 7,777,589
Home equity lines of credit .....	623,661	395,508	619,257
Single family construction .....	224,504	109,162	223,909
Multifamily .....	791,070	781,303	1,016,575
Commercial real estate .....	313,991	451,858	437,947
Multifamily/commercial construction .....	310,824	620,921	303,054
Capital call lines of credit .....	3,131,317	2,385,229	3,854,094
Tax-exempt .....	213,967	100,019	305,826
Other business .....	1,025,154	619,779	771,484
PPP .....	688,948	—	—
Stock secured .....	710,038	592,560	669,840
Other secured .....	438,989	413,824	412,902
Unsecured .....	345,848	322,888	312,809
Total loans originated .....	<u>\$ 15,720,503</u>	<u>\$ 10,312,387</u>	<u>\$ 16,705,286</u>

<b><i>Asset Quality Information</i></b>	<b>As of</b>				
	<b>March 31, 2021</b>	<b>December 31, 2020</b>	<b>September 30, 2020</b>	<b>June 30, 2020</b>	<b>March 31, 2020</b>
<i>(\$ in thousands)</i>					
Nonperforming assets:					
Nonaccrual loans .....	\$ 172,794	\$ 184,132	\$ 164,247	\$ 164,930	\$ 125,418
Other real estate owned .....	1,334	—	—	1,071	1,071
Total nonperforming assets .....	<u>\$ 174,128</u>	<u>\$ 184,132</u>	<u>\$ 164,247</u>	<u>\$ 166,001</u>	<u>\$ 126,489</u>
Nonperforming assets to total assets .....	0.11 %	0.13 %	0.12 %	0.13 %	0.10 %
Accruing loans 90 days or more past due .....	\$ 851	\$ —	\$ 935	\$ 3,764	\$ —
Restructured accruing loans .....	\$ 11,658	\$ 11,253	\$ 11,378	\$ 11,501	\$ 13,418

	March 31, 2021				
<i>COVID-19 Loan Modifications</i> <sup>(1), (2), (3), (4), (5)</sup>	Unpaid Principal Balance	Deferred Interest <sup>(6)</sup>	LTV <sup>(7)</sup>	Average Loan Size	Number of Loans
<i>(\$ in millions)</i>					
Single family .....	\$ 274	\$ 5	59 %	\$ 1.2	232
Home equity lines of credit .....	15	—	62 %	\$ 0.7	22
Single family construction .....	2	—	75 %	\$ 2.2	1
Multifamily .....	199	1	50 %	\$ 6.2	32
Commercial real estate .....	274	1	46 %	\$ 6.5	42
Multifamily/commercial construction .....	19	1	38 %	\$ 19.0	1
Capital call lines of credit .....	—	—	n/a	\$ —	—
Tax-exempt .....	135	1	n/a	\$ 19.3	7
Other business .....	32	—	n/a	\$ 1.3	24
Stock secured .....	—	—	n/a	\$ —	—
Other secured .....	4	—	n/a	\$ 0.3	13
Unsecured <sup>(8)</sup> .....	13	—	n/a	\$ 0.1	118
Total .....	<u>\$ 967</u>	<u>\$ 9</u>			<u>492</u>

<sup>(1)</sup> COVID-19 loan modifications are not classified as troubled debt restructurings.

<sup>(2)</sup> Includes 93 loans totaling \$28 million that have completed their deferral period, but for which a regular payment is not yet due.

<sup>(3)</sup> Includes 294 loans totaling \$566 million that received additional relief beyond their initial modification period.

<sup>(4)</sup> Excludes loans that have completed their deferral period and returned to a regular payment schedule or are no longer outstanding. As of March 31, 2021, \$3.3 billion of loans have completed their deferral period or are no longer outstanding, and 99% of the outstanding loans were current.

<sup>(5)</sup> Loan modifications requested by borrowers that were in process but not yet completed as of March 31, 2021 totaled \$12 million for initial relief, and \$7 million for additional relief beyond the initial modification period.

<sup>(6)</sup> Represents interest payments not made during the deferral period through March 31, 2021.

<sup>(7)</sup> Weighted average loan-to-value (“LTV”) ratios for real estate secured loans are based on appraised value at the time of origination.

<sup>(8)</sup> Consists of household debt refinance loans.

	March 31, 2021				
<i>Loan Industry Information</i>	Unpaid Principal Balance	LTV	Average Loan Size	Number of Loans	Personal Guarantee %
<i>(\$ in millions)</i>					
Retail .....	\$ 1,862	49 %	\$ 2.7	713	77 %
Hotel .....	420	48 %	\$ 6.6	65	73 %
Restaurant <sup>(1)</sup> .....	215	49 %	\$ 1.1	204	94 %
Total <sup>(2)</sup> .....	<u>\$ 2,497</u>			<u>982</u>	

<sup>(1)</sup> Approximately 72% of loans to restaurants are real estate secured.

<sup>(2)</sup> Amounts in the table above exclude \$62 million of loans to hotels and \$240 million of loans to restaurants under the PPP.

	As of				
<i>Loan Servicing Portfolio</i>	March 31, 2021	December 31, 2020	September 30, 2020	June 30, 2020	March 31, 2020
<i>(\$ in millions)</i>					
Loans serviced for investors .....	<u>\$ 6,314</u>	<u>\$ 7,094</u>	<u>\$ 7,799</u>	<u>\$ 8,316</u>	<u>\$ 9,203</u>



<b>Book Value per Common Share and Tangible Book Value per Common Share</b>	<b>As of</b>				
	<b>March 31, 2021</b>	<b>December 31, 2020</b>	<b>September 30, 2020</b>	<b>June 30, 2020</b>	<b>March 31, 2020</b>
<i>(in thousands, except per share amounts)</i>					
Total shareholders' equity	\$ 12,941,730	\$ 11,750,646	\$ 11,344,609	\$ 10,575,928	\$ 10,359,765
Less: Preferred stock	2,142,500	1,545,000	1,645,000	1,145,000	1,145,000
Total common shareholders' equity (a)	10,799,230	10,205,646	9,699,609	9,430,928	9,214,765
Less: Goodwill and other intangible assets	225,925	227,512	229,185	230,975	232,985
Total tangible common shareholders' equity (b)	\$ 10,573,305	\$ 9,978,134	\$ 9,470,424	\$ 9,199,953	\$ 8,981,780
Number of shares of common stock outstanding (c)	176,287	174,124	172,188	172,094	171,395
Book value per common share (a) / (c)	\$ 61.26	\$ 58.61	\$ 56.33	\$ 54.80	\$ 53.76
Tangible book value per common share (b) / (c)	\$ 59.98	\$ 57.30	\$ 55.00	\$ 53.46	\$ 52.40

<b>Regulatory Capital Ratios and Components <sup>(1), (2)</sup></b>	<b>As of</b>				
	<b>March 31, 2021 <sup>(3)</sup></b>	<b>December 31, 2020</b>	<b>September 30, 2020</b>	<b>June 30, 2020</b>	<b>March 31, 2020</b>
<i>(\$ in thousands)</i>					
<b>Capital Ratios:</b>					
Tier 1 leverage ratio (Tier 1 capital to average assets)	8.32 %	8.14 %	8.38 %	8.15 %	8.46 %
Common Equity Tier 1 capital to risk-weighted assets	9.64 %	9.67 %	9.78 %	9.80 %	9.87 %
Tier 1 capital to risk-weighted assets	11.60 %	11.18 %	11.50 %	11.04 %	11.14 %
Total capital to risk-weighted assets	12.87 %	12.55 %	12.94 %	12.49 %	12.62 %
<b>Regulatory Capital:</b>					
Common Equity Tier 1 capital	\$ 10,548,615	\$ 9,894,870	\$ 9,375,688	\$ 9,103,771	\$ 8,887,905
Tier 1 capital	\$ 12,691,115	\$ 11,439,870	\$ 11,020,688	\$ 10,248,771	\$ 10,032,905
Total capital	\$ 14,082,378	\$ 12,842,344	\$ 12,396,304	\$ 11,604,141	\$ 11,365,654
<b>Assets:</b>					
Average assets	\$ 152,465,399	\$ 140,493,283	\$ 131,517,445	\$ 125,690,830	\$ 118,626,842
Risk-weighted assets	\$ 109,412,853	\$ 102,321,489	\$ 95,823,385	\$ 92,870,859	\$ 90,072,400

<sup>(1)</sup> As defined by regulatory capital rules.

<sup>(2)</sup> Beginning in 2020, ratios and amounts reflect the Bank's election to delay the estimated impact of the Current Expected Credit Losses ("CECL") allowance methodology on its regulatory capital, average assets and risk-weighted assets over a five-year transition period ending December 31, 2024.

<sup>(3)</sup> Ratios and amounts as of March 31, 2021 are preliminary.

<b>Wealth Management Assets</b>	<b>As of</b>				
	<b>March 31, 2021</b>	<b>December 31, 2020</b>	<b>September 30, 2020</b>	<b>June 30, 2020</b>	<b>March 31, 2020</b>
<i>(\$ in millions)</i>					
First Republic Investment Management	\$ 90,819	\$ 83,596	\$ 74,661	\$ 68,124	\$ 60,056
<b>Brokerage and investment:</b>					
Brokerage	101,478	88,059	76,769	70,178	60,189
Money market mutual funds	11,435	9,003	4,416	5,933	6,893
Total brokerage and investment	112,913	97,062	81,185	76,111	67,082
<b>Trust Company:</b>					
Trust	10,986	9,910	8,687	7,905	7,288
Custody	4,216	3,889	3,651	3,646	3,461
Total Trust Company	15,202	13,799	12,338	11,551	10,749
Total Wealth Management Assets	\$ 218,934	\$ 194,457	\$ 168,184	\$ 155,786	\$ 137,887

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