

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

**Filing Information**

No longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Issuer Name	Ticker or Trading Symbol	Date of Earliest Transaction Required to be Reported	If Amendment, Date of Original Filing
First Republic Bank	FRC	05/14/2018	

**Filer Information**

Name of Reporting Person	Street Address	City	State	ZIP Code	Relationship of Reporting Person to Issuer
Katherine August-deWilde	c/o First Republic Bank 111 Pine Street, 2nd Floor	San Francisco	CA	94111	Director <b>Description:</b>

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

Title of Security	Transaction Date	Deemed Execution Date	Transaction Code	Y	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	05/15/2018		A		45,000 Shares (A)		96628 Shares	Direct	
Common Stock 2	05/15/2018		F		22,330 Shares (D)	\$97.96	74298 Shares	Direct	
Common Stock							33333 Shares	Indirect	By husband
Common Stock	05/14/2018		G, V		2,718 Shares (D)		239197 Shares	Indirect	By deWilde Family Trust
Common Stock	05/15/2018		G, V		102 Shares (D)		239095 Shares	Indirect	By deWilde Family Trust
Common Stock							12000 Shares	Indirect	By deWilde Venture Trust
Common Stock							8000 Shares	Indirect	As trustee for children

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

Title of Derivative Security	Conversion or Exercise Price of Derivative Security	Transaction Date	Deemed Execution Date	Transaction Code	Y	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 3		05/16/2018		A		1,514 Shares (A)			Common Stock	1,514 Shares		1,514	Direct	

**Explanation of Responses**

(1) Performance-based restricted stock units, which vested on May 15, 2018, converted into common stock on a one-for-one basis. (2) 22,330 shares were withheld (not sold into the market) on May 15, 2018 for the purpose of paying income tax obligations upon vesting of performance-based restricted stock units. (3) Restricted stock units are awarded under the Company's Omnibus Award Plan and vest on May 16, 2019.

\* Signed by: \_\_\_\_\_/s/Katherine August-deWilde Date: 05/16/2018 ✓

The agencies are collecting the information on Forms 3, 4, and 5 pursuant to 15 USC 78f, 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 20429 (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).

**Exhibit Information**

There is no Power of Attorney information  
 There is no Other information