

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

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:

\_\_\_\_\_

*\*Note: The following information is being sent by the registrant to certain shareholders.*

Dear \_\_\_\_\_,

As part of our continued outreach efforts, and in the interest of providing clear and accurate information, we would like to clarify an item noted incorrectly in a recent report issued by a proxy advisory firm.

Director George Parker currently serves on 3 public company audit committees, rather than 4, as stated in the report. A recent filing from iShares Trust (on page 24) confirms that while he is a Director of the company, he is not a member of its audit committee: <http://www.sec.gov/Archives/edgar/data/1100663/000119312514144619/d708669d485bpos.htm>

We would welcome the opportunity to discuss this further, should you have any questions. Please find my contact details below. As always, we appreciate your support and the investment of your firm in First Republic Bank.

Attached: Proxy Statement for First Republic Bank's (NYSE: FRC) 2014 Annual Meeting of Shareholders