

TRAGER STEVE
Form 4
November 06, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
TRAGER STEVE

2. Issuer Name and Ticker or Trading Symbol
REPUBLIC BANCORP INC /KY/[RBCAA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
601 WEST MARKET STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

LOUISVILLE, KY 40202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------|
| Class A Common Stock | | | | | 81,276 | D | |
| Class A Common Stock | | | | | 482,753.998 ⁽⁹⁾ | I | By Jaytee Properties Limited Partnership ⁽¹⁾ |
| Class A Common Stock | 11/02/2018 | | S | 0 ⁽³⁾ ⁽⁴⁾ D ⁽³⁾ ⁽⁴⁾ | 5,728,203.913 ⁽³⁾ ⁽⁴⁾ ⁽¹⁰⁾ | I | By Teebank Family Limited Partnership |

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| | | | | | | | |
|----------------------------|--|--|--|--|--------|---|--------------------------------------|
| Class A Common Stock | | | | | 225 | I | (2) By Trager Marital Trust |
| Class A Common Stock | | | | | 7,478 | I | By spouse (5) |
| Class A Common Stock | | | | | 12,085 | I | By 401(k) Plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. De Se (In | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Class B Common Stock | (6) | | | | | (7) | (8) | Class A Common Stock | 17,014 |
| Class B Common Stock | (6) | | | | | (7) | (8) | Class A Common Stock | 108,168.715 |
| Class B Common Stock | (6) | 11/02/2018 | | S | 0 (3) (4) | (7) | (8) | Class A Common Stock | 0 (3) (4) |
| Class B Common Stock | (6) | | | | | (7) | (8) | Class A Common Stock | 671,583 |

| | | | | | |
|---------|-----|--|-----|---------|---------|
| Stock | | | | Stock | |
| Class B | | | | Class A | |
| Common | (6) | | (7) | Common | 1,214.5 |
| Stock | | | (8) | Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TRAGER STEVE 601 WEST MARKET STREET LOUISVILLE, KY 40202 | X | X | Chairman and CEO | |

Signatures

/s/ Steven E. Trager 11/06/2018

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Jaytee Properties Limited Partnership ("Jaytee") is a family limited partnership. The Reporting Person is a co-General Partner of Jaytee. A trust (the "GP Trust") in which the Reporting Person and his mother are co-trustees is the other co-General Partner of Jaytee. The Reporting Person is trustee of multiple trusts (the "LP Trusts") for the benefit of the Reporting Person and certain of the Reporting Person's immediate family members. The LP Trusts are limited partners of Jaytee. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- Teebank Family Limited Partnership ("Teebank") is a family limited partnership. The Reporting Person and the GP Trust are co-General Partners of Teebank. The LP Trusts are limited partners of Teebank. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- The Reporting Person is the sole trustee of an LP Trust ("LP Trust 1") the beneficiary of which is the Reporting Person's mother. The Reporting Person is also the sole trustee of two additional LP Trusts, the sole beneficiaries of which are the Reporting Person's two children ("LP Trust 2" and "LP Trust 3", respectively). Effective 11/02/2018, LP Trust 1 sold \$1.0 million in Teebank interests to each of LP Trust 2 and LP Trust 3. Effective on that same date, LP Trust 1 sold an additional \$3.0 million worth of Teebank interests to LP Trusts in which the Reporting Person does not have any pecuniary interest.
- The amounts of securities disclosed in Table I, Column 5 and Table II, Column 9 are the amounts beneficially owned before the transaction which is the subject of this report. As of the reporting date, Teebank will engage a valuation firm to conduct an appraisal of its limited partnership units. The Reporting Person expects to file an amendment to this report upon receipt of the appraisal to update the amounts of securities disclosed in Table I, Column 5 and Table II, Column 9, and to disclose the number and value of the issuer securities that were sold to the LP Trusts in which the Reporting Person does not have a pecuniary interest. The Reporting Person will continue to report his pecuniary interest in the shares represented by the Teebank interests sold to LP Trust 2 and LP Trust 3.
- (4) The Reporting Person disclaims beneficial ownership of these securities and the report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities.
- (5) Class B Common Stock is immediately convertible into Class A Common Stock on a one share for one share basis.
- (6) Immediate.
- (7) None.
- (8) Reflects the following amounts relating to events occurring since the Reporting Person's last required filing: (i) an additional 94,051 Class A shares represented by Jaytee limited partnership units held by an LP Trust ("LP Trust 4") for the benefit of the Reporting Person's sister for which the Reporting Person is now trustee, and (ii) an additional 1,099.421 Class A shares resulting from a

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redemption of a former limited partner's Jaytee and Teebank interests for cash (the "LP Redemption").

- (10) Reflects 627,410 Class A shares represented by Teebank limited partnership units held by LP Trust 4. Also reflects an additional 13,047.362 Class A shares resulting from the LP redemption.
- (11) Reflects 21,074 Class B shares represented by Jaytee limited partnership units held by LP Trust 4. Also reflects an additional 246.166 Class B shares resulting from the LP Redemption.
- (12) Reflects 82,263 Class B shares represented by Teebank limited partnership units held by LP Trust 4. Also reflects an additional 1,710.865 Class B shares resulting from the LP Redemption.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.