

STATE OF CALIFORNIA

DEPARTMENT OF FINANCIAL PROTECTION AND INNOVATION

In the Matter of)
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 FIRST REPUBLIC BANK) ORDER OF LIQUIDATION
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I. FINDINGS OF FACT

The Commissioner of Financial Protection and Innovation of the State of California (Commissioner) finds:

- A. The Commissioner took possession today of the property and business of First Republic Bank (Bank). The Order Taking Possession of Property and Business is hereby incorporated herein in its entirety by this reference, and the findings therein are hereby adopted as findings herein.
- B. Before taking possession of the property and business of the Bank, the Commissioner gave the Bank an opportunity to rehabilitate itself. The Bank failed to do so.
- C. Liquidating the Bank will provide an opportunity to sell the deposit liabilities and all or certain assets of the Bank to another bank in a purchase and assumption transaction. In case a purchase and assumption transaction is not feasible, liquidating the Bank will provide an opportunity to transfer the insured deposits, any secured public deposits, and certain assets of the Bank to another bank in an insured deposit transfer transaction, thereby providing for administration of the insured deposit accounts of the Bank with little or no interruption, possibly making banking services available to the public at the location of the head office and branch offices of the Bank, and realizing consideration for any part of the business of the Bank that is sold. Finally, in case neither a purchase and assumption transaction nor an insured deposit transfer transaction is feasible, liquidating the Bank will provide an opportunity to eliminate the operating expenses of the Bank, to realize the value of the assets of the Bank, to call for and determine all claims against the Bank, and to make a final distribution of the remaining assets of the Bank, if any, to the depositors (including the Federal Deposit Insurance Corporation, as subrogee of insured depositors), other creditors, and the shareholders of the Bank.

II. ULTIMATE FINDINGS

On the basis of the Findings of Fact set forth above, the Commissioner finds:

- A. There is no reasonable prospect for rehabilitating the Bank.
- B. It would be contrary to safe and sound banking for the Bank to resume business.
- C. It is in the interests of (1) the depositors of the Bank, (2) the other creditors of the Bank, (3) the shareholders of the Bank, (4) the Bank, and (5) the public, that the Bank be liquidated.

III. ORDER

On the basis of the Ultimate Findings set forth above, separately and cumulatively, pursuant to Financial Code section 603, it is ordered that the Bank be liquidated.

DATED: May 1, 2023
San Francisco, California

CLOTHILDE V. HEWLETT
Commissioner
Department of Financial Protection and Innovation