

REPUBLIC BANCORP INC /KY/
Form 5
February 12, 2008

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
TRAGER BERNARD M

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2007

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

601 WEST MARKET STREET

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

LOUISVILLE, KY 40202

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Class A Common Stock | 12/10/2007 | Â | G | 43,000 D \$ 0 | 368,258 ⁽¹⁾ ⁽²⁾ | D | Â |
| Class A Common Stock | 09/17/2007 | Â | G ⁽³⁾ | 12,361.182 D \$ 0 | 3,708,451.271 ⁽¹⁾ | I | By Teebank Family Limited Partnership ⁽⁴⁾ |
| Class A Common Stock | 12/18/2007 | Â | G ⁽³⁾ | 716.505 D \$ 0 | 3,707,734.766 | I | By Teebank Family |

| Stock | | | | | | | | | | Limited Partnership (4) |
|----------------------|------------|---|------------------|-----------|---|------|--------------------|---|--|---|
| Class A Common Stock | 09/17/2007 | Â | G ⁽³⁾ | 1,294.022 | D | \$ 0 | 388,215.925 (1) | I | | By Jaytee Properties Limited Partnership (5) |
| Class A Common Stock | 12/18/2007 | Â | G ⁽³⁾ | 75.007 | D | \$ 0 | 388,140.918 | I | | By Jaytee Properties Limited Partnership (5) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 7,891 (1) | I | | By 401(k) Plan |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 99,463.527 (1) | I | | By ESOP (6) |

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

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(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) | |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|--|-----------------|---|----------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Class B Common Stock | Â | 09/17/2007 | Â | G ⁽³⁾ | Â | 1,620.561 | Â (8) | Â (9) | Class A Common Stock | 1,620 |
| Class B Common Stock | Â | 12/18/2007 | Â | G ⁽³⁾ | Â | 93.945 | Â (8) | Â (9) | Class A Common Stock | 93.9 |
| Class B Common | Â | 09/17/2007 | Â | G ⁽³⁾ | Â | 289.951 | Â (8) | Â (9) | Class A Common | 289.9 |

Stock

Stock

| | | | | | | | |
|----------------------------|------------|------------------|--------|-----|-----|----------------------------|-------------|
| Class B Common Stock | 12/18/2007 | G ⁽³⁾ | 16.807 | (8) | (9) | Class A Common Stock | 16.8 |
| Class B Common Stock | | | | (8) | (9) | Class A Common Stock | 671, (1) |
| Class B Common Stock | | | | (8) | (9) | Class A Common Stock | 142, (1) |
| Class B Common Stock | | | | (8) | (9) | Class A Common Stock | 0.5 (1) |

Reporting Owners

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

Signatures

/s/ Bernard M. Trager 02/12/2008

**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).
 - (1) On January 19, 2007, the Issuer declared a stock dividend, payable to all holders of record of Class A and Class B Common Stock on March 23, 2007, of .05 shares of Class A and Class B Common Stock, respectively, for each share of Class A and Class B Common Stock outstanding.
 - (2) Includes 195 shares of Class A Common Stock distributed to the reporting person under the Issuer's ESOP.
 - (3) Gifts reported herein consisted of units representing an interest in the partnership's assets.
 - (4) Teebank Family Limited Partnership is a family limited partnership of which the reporting person is a limited partner and of which the reporting person's wife is a limited partner and the reporting person's wife as a co-general partner in her capacity as trustee of a marital trust is a general partner. The reporting person is reporting the shares of the family limited partnership only to the extent of his pecuniary interest therein.
 - (5) Jaytee Properties Limited Partnership is a family limited partnership of which the reporting person is a limited partner and of which the reporting person's wife is a limited partner and the reporting person's wife as a co-general partner in her capacity as trustee of a marital trust is a general partner. The reporting person is reporting the shares of the family limited partnership only to the extent of his pecuniary interest therein.

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interest therein.

Includes 94,043.8889 unallocated shares of Class A Common Stock held by the ESOP, of which the reporting person serves as a member of the Administrative Committee, and 3,040.2369 shares of Class A Common Stock allocated under the ESOP to the reporting person's adult son. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is a beneficial owner of such securities. Also includes 2,379.4017 shares of Class A Common Stock allocated to the reporting person under the ESOP.

(7) Conversion from Class B Common Stock to Class A Common Stock is on a share for share basis.

(8) Immediate.

(9) None.

(10) Includes 342 shares of Class B Common Stock distributed to the reporting person under the Issuer's 401(k).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.