

REPUBLIC BANCORP INC /KY/  
Form 5  
February 17, 2009

# 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)  
12/31/2008

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

(City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**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	12/09/2008	Â	G	26,500 D \$ 0	341,863 <sup>(1)</sup>	D	Â
Class A Common Stock	01/07/2008	Â	G <sup>(2)</sup>	11,983.548 D \$ 0	3,695,751.218	I	By Teebank Family Limited Partnership <sup>(3)</sup>
Class A Common Stock	01/07/2008	Â	G <sup>(2)</sup>	1,254.486 D \$ 0	386,886.51	I	By Jaytee Properties

Stock									Limited Partnership (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,891	I	By 401(k) Plan
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,179.176	I	By ESOP (5)

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	01/07/2008	Â	G <sup>(2)</sup>	Â	1,571.229	Â <sup>(7)</sup>	Â <sup>(8)</sup>	Class A Common Stock	1,571
Class B Common Stock	Â	01/07/2008	Â	G <sup>(2)</sup>	Â	281.071	Â <sup>(7)</sup>	Â <sup>(8)</sup>	Class A Common Stock	281.0
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(7)</sup>	Â <sup>(8)</sup>	Class A Common Stock	671,5
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(7)</sup>	Â <sup>(8)</sup>	Class A Common Stock	142,7
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(7)</sup>	Â <sup>(8)</sup>	Class A Common Stock	0.5

## 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                      02/16/2009

\_\_Signature of                      Date  
Reporting Person

## 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) Includes 105 shares of Class A Common Stock distributed to the reporting person under the Issuer's ESOP.
- (2) Gifts reported herein consisted of units representing an interest in the partnership's assets.  
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.
- (3) 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.
- (4) The final allocation of shares of Class A Common Stock held by the Issuer's ESOP was completed as of 12/31/08; therefore, unallocated shares are no longer being reported by the reporting person as a member of the Administrative Committee. Includes 3,989.2644 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 3,189.9120 shares of Class A Common Stock allocated to the reporting person under the ESOP.
- (5) Conversion of Class B Common Stock to Class A Common Stock is on a share for share basis.
- (6) Immediate.
- (7) None.

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.