

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 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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Class A Common Stock | 01/07/2008 | Â | G ⁽¹⁾ | 5,033.447 A \$ 0 | 1,724,760.328 | I | By Teebank Family Limited Partnership ⁽²⁾ |
| Class A Common Stock | 01/07/2008 | Â | G ⁽¹⁾ | 526.922 A \$ 0 | 180,555.004 | I | By Jaytee Properties Limited Partnership ⁽³⁾ |

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| | | | | | | | | | |
|----------------------------|------------|---|---|-------|---|------|-----------|---|-------------------|
| Class A Common Stock | 12/09/2008 | Â | G | 6,600 | D | \$ 0 | 97,451 | D | Â |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 7,478 | I | By spouse (4) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 7,573 | 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.

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.

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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 of Number of Shares | |
| Class B Common Stock | Â | 01/07/2008 | Â | G ⁽¹⁾ | 659.963 | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock | 659.963 |
| Class B Common Stock | Â | 01/07/2008 | Â | G ⁽¹⁾ | 118.065 | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock | 118.065 |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock | 17,014 |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock | 1,214.5 |

Reporting Owners

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

Signatures

/s/ Steven E. 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) 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 general partner and a limited partner and of which trusts for the benefit of, among others, the reporting person and the reporting person's two minor children are limited partners. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
 - (2) Jaytee Properties Limited Partnership is a family limited partnership of which the reporting person is a general partner and a limited partner and of which trusts for the benefit of, among others, the reporting person and the reporting person's two minor children are limited partners. The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
 - (3) 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.
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 3,189.9120 shares of Class A Common Stock allocated to the reporting person's father. The reporting person disclaims beneficial ownership of such securities. Also includes 3,989.2644 shares of Class A Common Stock allocated to the reporting person under the ESOP.
 - (4) Conversion from Class B Common Stock to Class A Common Stock is on a share for share basis.
 - (5) Immediate.
 - (6) 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.