

REPUBLIC BANCORP INC /KY/
Form 5
February 14, 2011

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 Jean S

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)
12/31/2010

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

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

___X___ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
| | | | | (A) Amount or (D) Price | | | |
| Class A Common Stock | 12/14/2010 | Â | G | 21,960 D \$ 0 | 292,078 | I | By spouse |
| Class A Common Stock | 12/14/2010 | Â | G ⁽³⁾ | 8,936.932 D \$ 0 | 3,808,279.812 | I | By Teebank Family Limited Partnership ⁽¹⁾ |
| Class A Common | 12/14/2010 | Â | G ⁽⁴⁾ | 2,686.894 A \$ 0 | 3,810,966.706 | I | By Teebank Family |

| | | | | | | | | | |
|----------------------|------------|---|------------------|---------|---|------|--------------------------|---|---|
| Stock | | | | | | | | | Limited Partnership (1) |
| Class A Common Stock | 12/14/2010 | Â | G ⁽³⁾ | 935.708 | D | \$ 0 | 398,666.312 | I | By Jaytee Properties Limited Partnership (2) |
| Class A Common Stock | 12/14/2010 | Â | G ⁽⁴⁾ | 281.276 | A | \$ 0 | 398,947.588 | I | By Jaytee Properties Limited Partnership (2) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 6,566 | I | By spouse through 401(k) Plan |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 7,407.847 ⁽⁵⁾ | I | By spouse through ESOP |

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) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|--|-----------|--|------------------|---|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | |
| Class B Common Stock ⁽⁶⁾ | Â | 12/14/2010 | Â | G ⁽³⁾ | Â | 1,171.952 | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |
| Class B Common Stock | Â | 12/14/2010 | Â | G ⁽⁴⁾ | | 352.294 | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |
| Class B Common Stock | Â | 12/14/2010 | Â | G ⁽³⁾ | | 209.662 | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |

| | | | | | | | | | |
|----------------------------|---|------------|---|------------------|--------|---|------------------|------------------|----------------------------|
| Class B Common Stock | Â | 12/14/2010 | Â | G ⁽⁴⁾ | 63.024 | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |
| Class B Common Stock | Â | Â | Â | Â | Â | Â | Â ⁽⁷⁾ | Â ⁽⁸⁾ | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Trager Jean S 601 WEST MARKET STREET LOUISVILLE, KY 40202 | Â | Â X | Â | Â |

Signatures

Jean S. Trager 02/14/2011

**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) Teebank Family Limited Partnership ("Teebank") is a family limited partnership of which the Jean S. Trager Trust is a general partner, Jean S. Trager is a limited partner and her husband, both individually and as trustee of irrevocable trusts for the benefit of his grandchildren, is a limited partner. The reporting persons are reporting the shares of the family limited partnership only to the extent of their pecuniary interest therein.
 - (2) Jaytee Properties Limited Partnership ("Jaytee") is a family limited partnership of which the Jean S. Trager Trust is a general partner, Jean S. Trager is a limited partner and her husband, both individually and as trustee of irrevocable trusts for the benefit of his grandchildren, is a limited partner. The reporting persons are reporting the shares of the family limited partnership only to the extent of their pecuniary interest therein.
 - (3) Gifts reported herein consisted of units representing an interest in the assets of Teebank and Jaytee, as applicable.
 - (4) Gifts reported herein were to trusts for the benefit of the reporting person's grandchildren, of which the reporting person's spouse is the trustee. The gifts consisted of units representing an interest in the assets of Teebank and Jaytee, as applicable.
 - (5) Includes 4,229,4463 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 3,178,4003 shares of Class A Common Stock allocated to the reporting person's spouse

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under the ESOP.

- (6) Conversion from Class B Common Stock to Class A Common Stock is on a share for share basis.
- (7) Immediate.
- (8) 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.