

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 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)  
**12/31/2008**

\_\_\_ 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**

(City) (State) (Zip)

\_\_\_ Form Filed by One Reporting Person  
 \_\_\_X\_\_\_ 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 Ownership (Instr. 4)
				(A) or (D) Price			
Class A Common Stock	12/10/2007	Â	G	43,000 D \$ 0	368,063 <sup>(1)</sup>	I	By spouse
Class A Common Stock	12/09/2008	Â	G	26,500 D \$ 0	341,863 <sup>(2)</sup>	I	By spouse
Class A Common Stock	09/17/2007	Â	G <sup>(3)</sup>	12,361.182 D \$ 0	3,708,451.271 <sup>(1)</sup>	I	By Teebank Family Limited Partnership

Class A Common Stock	12/18/2007	Â	G <sup>(3)</sup>	716.505	D	\$ 0	3,707,734.766	I	(4) By Teebank Family Limited Partnership (4)
Class A Common Stock	01/07/2008	Â	G <sup>(3)</sup>	11,983.548	D	\$ 0	3,695,751.218	I	By Teebank Family Limited Partnership (4)
Class A Common Stock	09/17/2007	Â	G <sup>(3)</sup>	1,294.022	D	\$ 0	388,216.003 (1)	I	By Jaytee Properties Limited Partnership (5)
Class A Common Stock	12/18/2007	Â	G <sup>(3)</sup>	75.007	D	\$ 0	388,140.996	I	By Jaytee Properties Limited Partnership (5)
Class A Common Stock	01/07/2008	Â	G <sup>(3)</sup>	1,254.486	D	\$ 0	386,886.51	I	By Jaytee Properties Limited Partnership (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,891 (1)	I	By spouse through 401(k) Plan
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,179.176 (1) (6)	I	By spouse through ESOP

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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**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 <sup>(3)</sup>	Â	1,620.561	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	1,620.
Class B Common Stock	Â	12/18/2007	Â	G <sup>(3)</sup>	Â	93.945	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	93.9
Class B Common Stock	Â	01/07/2008	Â	G <sup>(3)</sup>	Â	1,571.229	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	1,571.
Class B Common Stock	Â	09/17/2007	Â	G <sup>(3)</sup>	Â	289.951	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	289.9
Class B Common Stock	Â	12/18/2007	Â	G <sup>(3)</sup>	Â	16.807	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	16.8
Class B Common Stock	Â	01/07/2008	Â	G <sup>(3)</sup>	Â	281.071	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	281.0
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	671,5 <u>(1)</u>
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	142,7 <u>(1)</u>
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â <sup>(8)</sup>	Â <sup>(9)</sup>	Class A Common Stock	0.5 <sup>(1)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Trager Jean S  
 601 WEST MARKET STREET     ^       ^ X     ^       ^  
 LOUISVILLE, KY 40202

Trager Trust Jean S  
 601 WEST MARKET STREET     ^       ^ X     ^       ^  
 LOUISVILLE, KY 40202

## Signatures

/s/ Jean S. Trager	02/16/2009
__Signature of Reporting Person	Date

/s/ Jean S. Trager Trust by Jean S. Trager, Co-Trustee	02/16/2009
__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 300 shares of Class A Common Stock distributed to the reporting person's spouse 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 Jean S. Trager Trust is a general partner, Jean S. Trager is a limited partner and her husband 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.
    - (5) Jaytee Properties Limited Partnership 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 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.
  - (6) 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's spouse 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's spouse 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's spouse 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.