

REPUBLIC BANCORP INC

Form 4

November 28, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CAMPBELL JERRY D

2. Issuer Name **and** Ticker or Trading
Symbol
REPUBLIC BANCORP INC
[RBNC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1070 EAST MAIN STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/23/2005

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman of the Board

OWOSSO, MI 48867

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	11/23/2005		M		5,966	A	\$ 6.286	110,643 ⁽¹⁾ D
Common Stock	11/23/2005		M		15,588	A	\$ 6.35	110,643 ⁽¹⁾ D
Common Stock	11/23/2005		M		29,566	A	\$ 6.35	110,643 ⁽¹⁾ D
Common Stock	11/23/2005		S		51,120	D	\$ 12.64	110,643 ⁽¹⁾ D

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 6.286	11/23/2005		M		5,966		01/21/1999	01/21/2009	Common Stock	5,966
Stock Option	\$ 6.35	11/23/2005		M		15,588		02/04/2003	02/04/2009	Common Stock	15,588
Stock Option	\$ 6.35	11/23/2005		M		29,566		02/04/2003	02/04/2009	Common Stock	29,566

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CAMPBELL JERRY D 1070 EAST MAIN STREET OWOSSO, MI 48867	X Chairman of the Board

Signatures

Jerry D.
Campbell 11/28/2005

__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).

Includes 48,970 restricted shares. Reporting person indirectly owns (i) 63,653 shares held in Trust; (ii) 77,722 shares held in a 401(k) account; (iii) 3,721 shares held by Volar Corporation; and (iv) 2,188 shares held by Spouse, of which the reporting person disclaims beneficial ownership of 2,172 shares. Reporting person owns 208,303 derivative securities after all transactions.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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