REPUBLIC BANCORP INC

Form 4

December 29, 2006

FORM 4 LINE

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue.

See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

CAMPBELL JERRY D S			Symbol REPUB	2. Issuer Name and Ticker or Trading Symbol REPUBLIC BANCORP INC [RBNC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 1070 EAST	(First) MAIN STREE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2006					X Director 10% Owner X Officer (give title Other (specify below) Chairman of the Board				
				mendment, Date Original Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative Se	curiti	es Acqı	Person uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Execution		3.	ectio	4. Securitie n(A) or Disp (Instr. 3, 4)	s Acq	uired of (D)	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	
Common Stock	12/29/2006			D		116,575	D	<u>(1)</u>	0	D		
Common Stock	12/29/2006			D		151,388	D	(1)	0	I	See Footnote 2	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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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. Transactic Code (Instr. 8)	5. Number of iorDerivative 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)		8. P Der Sec (Ins
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	(3)	12/29/2006		D	208	3,303	(3)	(3)	Common stock	<u>(3)</u>	

Reporting Owners

Reporting Owner Name / Address	Relationships

X

Director 10% Owner Officer Other

CAMPBELL JERRY D 1070 EAST MAIN STREET OWOSSO, MI 48867

Chairman of the Board

Signatures

Jerry D.
Campbell

**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) Disposed of pursuant to merger agreement between issuer and Citizens Banking Corporation in exchange for merger consideration of \$13.91 per share.
- (2) Includes 63,653 shares held by Trust; 81,826 shares held by 401k Plan; 3,721 shares held by Volar Corp.; 2,188 shares held by Spouse, of which reporting person disclaims beneficial ownership of 2,172 shares.
- (3) Pursuant to merger agreement, converted to options to purchase Citizens Banking Corporation common stock adjusted for the exchange ratio of 0.5146.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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