

SEACOAST BANKING CORP OF FLORIDA

Form 4/A

March 17, 2014

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

OMB APPROVAL

OMB
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Goldman Roger2. Issuer Name and Ticker or Trading
Symbol
SEACOAST BANKING CORP OF
FLORIDA [SBCF]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

P.O. BOX 9012

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2014☐ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
Lead Director

(Street)

STUART, FL 34995

4. If Amendment, Date Original
Filed(Month/Day/Year)
03/04/20146. 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)
Common Stock				(A) or (D)	24,346.64	D ⁽¹⁾	
Common Stock					2,000	D	
Common Stock					14,260	D ⁽²⁾	
Common Stock					1,600	I ⁽³⁾	Held in spouse's IRA
Common Stock					1,200	I ⁽⁴⁾	Held in Trust

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Right to Buy ⁽⁵⁾	\$ 10.78	03/01/2014		A		200,000		04/01/2014 ⁽⁶⁾	02/28/2024	Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goldman Roger P.O. BOX 9012 STUART, FL 34995	X			Lead Director

Signatures

/s/ Sharon Mehl as power of attorney for Roger O.
Goldman 03/17/2014

 **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) Held in Seacoast's Non-employee Directors Deferred Compensation Plan

(2) Held in IRA; shares voting and investment power

(3) Shares voting and investment power

(4) Held in special needs trust for which spouse is trustee; disclaims beneficial ownership.

(5) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan

(6) Vests in equal monthly installments (approximately 2.78%) at the end of each of the first thirty-six (36) months following the Grant Date (03/01/2014), provided that Optionee remains in Continuous Service on each applicable vesting date. Notwithstanding the vesting schedule, the Option may become vested and exercisable as to one-half of the then-unvested Shares in the event of the termination of

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Optionee's Continuous Service by reason of death or Disability. In addition, the Option shall become fully vested and exercisable upon the earliest of (i) the occurrence of a Change in Control, or (ii) the termination of Optionee's Continuous Service, or status as Lead Director, by the Company for any reason (including any situation in which Optionee is not re-elected to the Company's Board or as Lead Director).

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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