

SEACOAST BANKING CORP OF FLORIDA

Form 4/A

February 10, 2015

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CROSS CHARLES K JR.

2. 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)
**SEACOAST BANKING
CORPORATION OF FLORIDA, P.
O. BOX 9012**

3. Date of Earliest Transaction
(Month/Day/Year)
01/29/2015

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
EVP of subsidiary

(Street)
STUART, FL 34995

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/02/2015

6. Individual or Joint/Group Filing(Check
Applicable Line)
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 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)	2,020	D	
Common Stock				(A) or (D)	1,952	D ⁽¹⁾	

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
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SEC 1474
(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 Share
Common Stock Right to Buy ⁽²⁾	\$ 12.63	01/29/2015		A		9,875		<u>(3)</u>	01/29/2023	Common Stock	9,875
Common Stock Right to Buy ⁽²⁾	\$ 10.54							04/29/2015 ⁽⁴⁾	04/29/2024	Common Stock	25,000
Common Stock Right to Buy ⁽²⁾	\$ 11							06/28/2014 ⁽⁵⁾	06/28/2023	Common Stock	2,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROSS CHARLES K JR. SEACOAST BANKING CORPORATION OF FLORIDA P. O. BOX 9012 STUART, FL 34995				EVP of subsidiary

Signatures

/s/ Sharon Mehl as Power of Attorney for Charles K. Cross, Jr.

02/10/2015

 **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).

Represents an unvested time-based restricted stock award granted on 4/1/2013 under Seacoast's 2000 Incentive Plan which shall vest in

(1) 25% increments beginning on the second anniversary of the date of the grant, and each of three anniversaries thereafter, subject to continued employment.

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

Two tiered vesting. First, performance vesting must be met which requires that: 1) the market price of Seacoast common stock must

(3) increase to \$15.156 or more; and 2) Seacoast's Tier 1 Capital must be equal to or greater than the regulatory standard. Once performance criteria is met, option shall vest in equal installments at the end of each month over the next 48 months, provided that Optionee remains in Continuous Service on each applicable vesting date.

(4) Vests over 3 years in one-third increments each anniversary of the date of grant beginning on the first anniversary of the date of grant (the date indicated), subject to continued employment.

(5) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (the date indicated) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continued employment.

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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