

SEACOAST BANKING CORP OF FLORIDA

Form 4

April 06, 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

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(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)  
**04/01/2015**

\_\_\_\_ 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)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                          | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
| Common<br>Stock                       | 04/01/2015                              |                                                             | J <sup>(1)</sup>         | V 488 D 1                                                                  | 1,464                                                                                                              | D <sup>(2)</sup>                                                     |                                                                   |
| Common<br>Stock                       | 04/01/2015                              |                                                             | J <sup>(1)</sup>         | V 488 A 1                                                                  | 2,508                                                                                                              | D                                                                    |                                                                   |

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  
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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. 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) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Common Stock Right to Buy <sup>(3)</sup>   | \$ 12.63                                               |                                      |                                                    |                                |                                                                                         | <sup>(4)</sup> 01/29/2023                                | Common Stock                                                  | 9,875                         |
| Common Stock Right to Buy <sup>(3)</sup>   | \$ 10.54                                               |                                      |                                                    |                                |                                                                                         | 04/29/2015 <sup>(5)</sup> 04/29/2024                     | Common Stock                                                  | 25,000                        |
| Common Stock Right to Buy <sup>(3)</sup>   | \$ 11                                                  |                                      |                                                    |                                |                                                                                         | 06/28/2014 <sup>(6)</sup> 06/28/2023                     | Common Stock                                                  | 2,400                         |

## Reporting Owners

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

## Signatures

/s/ Sharon Mehl as Power of Attorney for Charles K. Cross, Jr. 04/06/2015

                     \*\*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).
- (1) Vested restricted stock. No change in beneficial ownership.

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- Represents an unvested time-based restricted stock award granted on 4/1/2013 under Seacoast's 2000 Long-Term Incentive Plan which
- (2) shall vest in 25 percent increments beginning on the second anniversary of the date of the grant, and each of three anniversaries thereafter, subject to continued employment.
  - (3) 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 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
  - (4) 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.
  - (5) 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.
  - (6) Vests over 5 years at the rate of 20 percent 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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