

SEACOAST BANKING CORP OF FLORIDA

Form 4

November 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 \*  
Goldman Roger

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/05/2015

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☒ Other (specify  
below) Lead Director

P.O. BOX 9012

(Street)

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

STUART, FL 34995

(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. Transaction<br>Code<br>(Instr. 8) | 4. Securities 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:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/05/2015                              |                                                             | A <sup>(1)</sup>                     | 608.0003                                                                | A \$<br>15.399                                                                                                     | 35,460.07                                                               | D <sup>(2)</sup>                                                  |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 3,672                                                                   | D                                                                 |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 14,260                                                                  | D <sup>(3)</sup>                                                  |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 1,600                                                                   | I <sup>(4)</sup> Held in<br>spouse's<br>IRA                       |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    | 1,200                                                                   | I <sup>(5)</sup> Held in<br>Trust                                 |

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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 number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date Exercisable                                               | Expiration<br>Date | Title                                                               | Amount or<br>Number of<br>Shares |
| Common<br>Stock<br>Right to<br>Buy <sup>(6)</sup>   | \$ 10.78                                                           |                                         |                                                             |                                      |                                                                                                                    | 04/01/2014 <sup>(7)</sup>                                      | 03/01/2024         | Common<br>Stock                                                     | 200,000                          |

## Reporting Owners

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

## Signatures

/s/ Sharon Mehl as Power of Attorney for Roger O.  
Goldman 11/06/2015

\_\_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) Restricted stock issued from Seacoast's 2013 Incentive Plan for service as a director in 2015, and deferred into director's account in Seacoast's Directors Deferred Compensation Plan.
- (2) Held in Seacoast's Non-employee Directors Deferred Compensation Plan
- (3) Held in IRA; shares voting and investment power
- (4) Shares voting and investment power

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- (5) Held in trust for which spouse is trustee; disclaims beneficial ownership
- (6) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan  
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
- (7) 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. 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.