

SEACOAST BANKING CORP OF FLORIDA

Form 4

June 02, 2016

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 *
Shaffer Charles M

(Last) (First) (Middle)

SEACOAST BANKING
CORPORATION OF FLORIDA, P.
O. BOX 9012

(Street)

STUART, FL 34995

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

SEACOAST BANKING CORP OF
FLORIDA [SBCF]

3. Date of Earliest Transaction
(Month/Day/Year)
05/31/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 Ownership (Instr. 4)
Common Stock	05/31/2016		L ⁽¹⁾	V 78 A \$ 16 928		D ⁽²⁾	
Common Stock					1,591	D	
Common Stock					24,504	D ⁽³⁾	
Common Stock					705.433	D ⁽⁴⁾	
					2,120	D ⁽⁴⁾	

Common
Stock

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

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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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock Right to Buy ⁽⁵⁾	\$ 14.82					⁽⁶⁾ 02/28/2024	Common Stock 21,250
Common Stock Right to Buy ⁽⁵⁾	\$ 12.63					⁽⁷⁾ 01/28/2023	Common Stock 8,100
Common Stock Right to Buy ⁽⁵⁾	\$ 10.54					04/29/2015 ⁽⁸⁾ 04/29/2024	Common Stock 25,000
Common Stock Right to Buy ⁽⁵⁾	\$ 11					06/28/2014 ⁽⁹⁾ 06/28/2023	Common Stock 2,400
Stock-Settled Stock Appreciation Right ⁽¹⁰⁾	\$ 111.1					04/02/2012 ⁽¹¹⁾ 04/02/2017	Common Stock 993

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Shaffer Charles M
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 A.
Shaffer

06/02/2016

__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) Automatic monthly purchase into the Company's Employee Stock Purchase Plan
- (2) Held in Seacoast's Employee Stock Purchase Plan
Represents shares subject to performance-based restricted stock units ("PSUs") granted on June 28, 2013 and August 1, 2014, that were subject to performance requirements over a period ending December 31, 2015. On Feb. 29, 2016, the Company's Compensation Committee certified the number of shares attained based on the performance criteria. These shares now vest in one-third increments each year on Dec. 31, 2016, 2017 and 2018, provided the recipient remains in continuous service with the Company on each such vesting date.
- (3)
- (4) Share equivalents held in Company's Retirement Savings Plan as of December 31, 2015
- (5) 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 120% or more of the exercise price; 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.
- (6)
- (7) Performance vesting criteria has been met. Option vests in equal installments beginning on 7/1/2015 over the following 48 months, provided the Optionee remains in continuous service on each applicable vesting date.
- (8) 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.
- (9) 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.
- (10) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (11) Date fully vested

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.