EverBank Financial Corp Form 4 March 31, 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

2. Issuer Name and Ticker or Trading

EverBank Financial Corp [EVER]

(Print or Type Responses)

1. Name and Address of Reporting Person * Clements Robert M

(First) (Middle) (Last)

501 RIVERSIDE AVENUE

(Street)

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

(Month/Day/Year)

03/29/2016

3. Date of Earliest Transaction

Symbol

JACKSONVILLE, FL 32202

(City) (State)

(Zip)

1. Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year)

Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code (Instr. 8)

3.

Disposed of (D)

Code V Amount (D) Price

4. Securities

(Instr. 3, 4 and 5)

(A)

Reported Transaction(s) (Instr. 3 and 4)

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and Expiration (Month/Day/Year)

7. Title and Amo Underlying Secu (Instr. 3 and 4)

1

OMB APPROVAL

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response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_X__ Director 10% Owner

X_ Officer (give title Other (specify below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

Person

Securities

Owned

Beneficially

Following

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4) (Instr. 4)

SEC 1474

(9-02)

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8 | - | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | |
|------------------------------------|------------------------------------|------------|------------------|-----------|---|--|-----|------------------|-----------------|---|------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | An or Nu of S |
| Restricted Common Stock Unit | \$ 0 | 03/29/2016 | | A | | 46,296 | | 03/28/2019(2) | 03/28/2019(2) | Common Stock, par vaue \$0.01 per share | 46 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Clements Robert M 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202 | X | | Chairman and CEO | | | | |

Signatures

By: Jean-Marc Corredor As Attorney-in-Fact 03/31/2016

**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) Each restricted stock unit represents a contingent right to receive one share of EVER common stock.
- (2) The restricted stock units will be settled in shares of EVER common stock upon the lapse of the restrictions on March 28, 2019.

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.

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