

EverBank Financial Corp
 Form 4
 November 16, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Wilson William Blake

(Last) (First) (Middle)
 501 RIVERSIDE AVENUE
 (Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EverBank Financial Corp [EVER]

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/14/2016

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 below) Other (specify below)
 President and COO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Indirect Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, par value \$0.01 per share	11/14/2016		M		44,888 A \$ 7.8793	482,831	D
Common Stock, par value \$0.01 per share	11/14/2016		S		44,888 D \$ 19.3211	437,943	D
Common Stock, par	11/15/2016		M		30,112 A \$ 7.8793	468,055	D

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value \$0.01 per share								
Common Stock, par value \$0.01 per share	11/15/2016	M	10,000	A	\$ 15.88	478,055	D	
Common Stock, par value \$0.01 per share	11/15/2016	S	40,112	D	<u>\$ 19.32</u> (2)	437,943	D	
Common Stock, par value \$0.01 per share	11/16/2016	M	18,700	A	\$ 15.88	456,643	D	
Common Stock, par value \$0.01 per share	11/16/2016	S	18,700	D	<u>\$</u> 19.3247 (3)	437,943	D	
Common Stock, par value \$0.01 per share	09/22/2016	G	16,156	D	\$ 0	0	I	As Trustee of the W. Blake Wilson 5-Year Grantor Retained Annuity Trust
Common Stock, par value \$0.01 per share	09/22/2016	G	16,156	A	\$ 0	27,133	I	Wilson Family Irrevocable Trust
Common Stock, par value \$0.01 per share	09/22/2016	G	9,191	D	\$ 0	18,620	I	As Trustee of the W. Blake Wilson 2012 2-Year Grantor Retained Annuity Trust

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Common Stock, par value \$0.01 per share	09/22/2016	G	9,191	A	\$ 0	36,324	I	Wilson Family Irrevocable Trust
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Number Shares
Employee Stock Option (right to buy)	\$ 7.8793	11/14/2016		M	44,888	01/02/2009	01/02/2018	Common Stock, par value \$0.01 per share	75,000
Employee Stock Option (right to buy)	\$ 7.8793	11/15/2016		M	30,112	01/02/2009	01/02/2018	Common Stock, par value \$0.01 per share	30,112
Employee Stock Option (right to buy)	\$ 15.88	11/15/2016		M	10,000	07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	383,333
Employee Stock Option (right to buy)	\$ 15.88	11/16/2016		M	18,700	07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	373,333

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson William Blake 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202	X		President and COO	

Signatures

By: Jean-Marc Corredor as
Attorney-in-fact

11/16/2016

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.30 to \$19.35, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.31 to \$19.33, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.32 to \$19.33, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

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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