### Edgar Filing: SEACOAST BANKING CORP OF FLORIDA - Form 3

#### SEACOAST BANKING CORP OF FLORIDA

Form 3

October 14, 2014

### FORM 3

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

OMB

response...

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Number: January 31, 2005

**OMB APPROVAL** 

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INITIAL STATEMENT OF 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 A Person * ROSE JO		eporting	2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol SEACOAST BANKING CORP OF FLORIDA [SBCF]				
(Last)	(First)	(Middle)	10/01/2014		4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner			5. If Amendment, Date Original Filed(Month/Day/Year)	
C/O CAPG GROUP III 45TH STR	LP, 120	WEST							
(Street) NEW YORK, NY 10036					Officer X_ Other (give title below) (specify below) Member of a 10% owner gr		er ow)	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 - N	able I - Non-Derivative Securities Beneficially Owned				
1.Title of Secu (Instr. 4)	urity			2. Amount o Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	*	
Common Stock, par value \$0.10 per share 49,3						D (1)	Â		
Common Stock, par value \$0.10 per share				7,961,229		I (2)	Held by CapGen Capital Group III LP		
Reminder: Repowned directly	_		ach class of sec	urities benefic	ially	SEC 1473 (7-02	2)		
	infor	mation con	spond to the d tained in this to ond unless th	form are not	t				

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

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1. Title of Derivative Security (Instr. 4)

**Expiration Date** (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

Conversion or Exercise Price of Derivative

Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable **Expiration Title** Date

Amount or Number of Shares

Security: Direct (D) Security or Indirect (I) (Instr. 5)

### Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROSE JOHN W

C/O CAPGEN CAPITAL GROUP III LP 120 WEST 45TH STREET, SUITE 1010 NEW YORK, NYÂ 10036

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Member of a 10% owner group

### **Signatures**

/s/ John W. Rose

10/14/2014

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 5(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).

In connection with the merger (the "Merger") of The BANKshares, Inc. with and into the Issuer on October 1, 2014, pursuant to the Agreement and Plan of Merger, dated April 24, 2014, between the Issuer, The BANKshares, Inc., and BankFIRST, the Reporting Person

(1) received 49,373 shares of Common Stock, in exchange for the aggregate number of shares of the BANKshares, Inc. common stock held by the Reporting Person as of the consummation of the Merger. On October 1, 2014, the effective date of the Merger, the closing price of the Common Stock was \$10.97 per share.

As a principal member and member of the investment committee of CapGen Capital Group III LLC, ("CapGen LLC") the sole general partner of CapGen Capital Group III LP ("CapGen III"), the Reporting Person may be deemed to be the indirect beneficial owner of such

(2) shares beneficially owned by CapGen LLC and CapGen III under Rule 16a-1(c)(2) promulgated under the Securities Exchange Act of 1934, as amended. The Reporting Person disclaims that he is the beneficial owner of such shares, except to the extent of his pecuniary interest.

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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