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SEACOAST BANKING CORP OF FLORIDA

Form 4 April 06, 2015

FORM 4

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

OMB Number:

3235-0287

Check this box

Expires:

January 31, 2005

0.5

if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

OMB APPROVAL

Form 5 obligations may continue.

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

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CROSS CHARLES K JR.

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

SEACOAST BANKING CORP OF FLORIDA [SBCF]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner _X_ Other (specify Officer (give title

EVP of subsidiary

(Month/Day/Year) 04/01/2015

below)

below)

SEACOAST BANKING CORPORATION OF FLORIDA, P.

(Street)

O. BOX 9012

Common

Stock

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

STUART, FL 34995

(City) (State) (Zip)

04/01/2015

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

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported

6. Ownership 7. Nature of Indirect Form: Direct Beneficial Ownership (Instr. 4)

(A) or

Transaction(s) (Instr. 3 and 4)

Price Amount (D)

J(1) $D^{(2)}$ 488 D (1)1,464

Common 04/01/2015 J(1)V 488 2,508 D A (1) 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)

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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. Transactic Code (Instr. 8)	5. onNumber 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 or Number of Shares
Common Stock Right to Buy (3)	\$ 12.63					<u>(4)</u>	01/29/2023	Common Stock	9,875
Common Stock Right to Buy (3)	\$ 10.54					04/29/2015(5)	04/29/2024	Common Stock	25,000
Common Stock Right to Buy (3)	\$ 11					06/28/2014(6)	06/28/2023	Common Stock	2,400

Reporting Owners

Relationships Reporting Owner Name / Address

Director 10% Owner Officer Other

CROSS CHARLES K JR. 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 K. Cross, Jr.

04/06/2015

**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) Vested restricted stock. No change in beneficial ownership.

Reporting Owners 2

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- Represents an unvested time-based restricted stock award granted on 4/1/2013 under Seacoast's 2000 Long-Term Incentive Plan which

 (2) shall vest in 25 percent increments beginning on the second anniversary of the date of the grant, and each of three anniversaries thereafter, subject to continued employment.
- (3) 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 \$15.156 or more; 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.
- 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.
- (6) Vests over 5 years at the rate of 20 percent 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.

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.