

SEACOAST BANKING CORP OF FLORIDA  
Form SC 13D/A  
July 29, 2016

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Amendment No. 2)

Seacoast Banking Corporation of Florida

---

(Name of Issuer)

Common Stock, Par Value \$0.10

---

(Title of Class of Securities)

811707801  
(CUSIP Number)

Matthew Lindenbaum  
Basswood Capital Management, L.L.C.  
645 Madison Avenue, 10<sup>th</sup> Floor  
New York, NY 10022  
(212) 521-9500

---

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

(with copies to)  
Michael A. Schwartz, Esq.  
Willkie Farr & Gallagher LLP  
787 Seventh Avenue  
New York, NY 10019  
(212) 728-8000

July 28, 2016

---

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

---

CUSIP No. 811707801

Page  
2  
of 18  
Pages

1 NAME OF REPORTING PERSON  
Basswood Capital Management,  
L.L.C.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
AF

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

7 SOLE  
VOTING  
POWER  
0

NUMBER  
OF  
SHARES  
BENEFICIALLY  
OWNED  
BY  
EACH  
REPORTING  
PERSON  
WITH

SHARED  
VOTING  
POWER  
2,385,972 (see  
Item 5)

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
2,385,972 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
2,385,972 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
6.29%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
IA

---

CUSIP No. 811707801 Page  
3 of  
18  
Pages

1 NAME OF REPORTING PERSON

Basswood Partners, L.L.C.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
AF

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

7 SOLE  
VOTING  
POWER  
0

NUMBER  
OF  
SHARES  
BENEFICIALLY  
OWNED  
BY

SHARED  
VOTING  
POWER  
374,834 (see  
Item 5)

EACH  
REPORTING  
PERSON  
WITH

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
374,834 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
374,834 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.99%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
OO

---

CUSIP No. 811707801 Page  
4 of  
18  
Pages

1 NAME OF REPORTING PERSON  
Basswood Enhanced Long Short  
GP, LLC

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
AF

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

7 SOLE  
VOTING  
POWER  
0

NUMBER  
OF  
SHARES  
BENEFICIALLY  
OWNED  
BY  
EACH  
REPORTING  
PERSON  
WITH

SHARED  
VOTING  
POWER  
1,132,342 (see  
Item 5)

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
1,132,342 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
1,132,342 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
2.99%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
OO

---



CUSIP No. 811707801 Page  
5 of  
18  
Pages

1 NAME OF REPORTING PERSON

Basswood Financial Fund, LP

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

NUMBER OF SHARES, BENEFICIALLY OWNED BY EACH REPORTING PERSON, WITH	7 SOLE VOTING POWER 0  SHARED VOTING POWER 116,851 (see Item 5)
--	---

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
116,851 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
116,851 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.31%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

---

CUSIP No. 811707801 Page  
6 of  
18  
Pages

1 NAME OF REPORTING PERSON

Basswood Financial Fund, Inc.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Cayman Islands

NUMBER OF SHARES <sup>7</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON <sup>8</sup> WITH	SOLE VOTING POWER 0  SHARED VOTING POWER 37,142 (see Item 5)
--	---

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
37,142 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
37,142 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.10%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

---

CUSIP No. 811707801 Page  
7 of  
18  
Pages

1 NAME OF REPORTING PERSON

Basswood Financial Long Only  
Fund, LP

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

7 SOLE  
VOTING  
POWER  
0

NUMBER  
OF  
SHARES  
BENEFICIALLY  
OWNED  
BY  
EACH  
REPORTING  
PERSON  
WITH

SHARED  
VOTING  
POWER  
33,515 (see  
Item 5)

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
33,515 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
33,515 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.09%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

---

CUSIP No. 811707801 Page  
8 of  
18  
Pages

1 NAME OF REPORTING PERSON  
Basswood Enhanced Long Short  
Fund, LP

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

7 SOLE  
VOTING  
POWER  
0

NUMBER OF  
SHARES<sup>8</sup>  
BENEFICIALLY  
OWNED

SHARED  
VOTING  
POWER  
1,132,342 (see  
Item 5)

BY  
EACH  
REPORTING  
PERSON<sup>9</sup>  
WITH

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
1,132,342 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
1,132,342 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
2.99%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

---



CUSIP No. 811707801 Page  
9 of  
18  
Pages

1 NAME OF REPORTING PERSON  
Basswood Opportunity Partners, LP

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware

NUMBER OF SHARES <sup>7</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON <sup>8</sup> WITH	SOLE VOTING POWER 0  SHARED VOTING POWER 224,468 (see Item 5)
--	--

9	SOLE DISPOSITIVE POWER 0
---	-----------------------------------

10 SHARED  
DISPOSITIVE  
POWER  
224,468 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
224,468 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.59%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

---

CUSIP No. 811707801 Page  
10 of  
18  
Pages

1 NAME OF REPORTING PERSON

Basswood Opportunity Fund, Inc.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Cayman Islands

NUMBER OF SHARES <sup>7</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON <sup>8</sup> WITH	SOLE VOTING POWER 0  SHARED VOTING POWER 162,564 (see Item 5)
--	--

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
162,564 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
162,564 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.43%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

---

CUSIP No. 811707801 Page  
11 of  
18  
Pages

1 NAME OF REPORTING PERSON

Boulevard Direct Master, Ltd.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Cayman Islands

NUMBER OF SHARES, BENEFICIALLY OWNED BY EACH REPORTING PERSON, WITH	7        8	SOLE VOTING POWER 0  SHARED VOTING POWER 344,240 (see Item 5)
--	------------------------------------	--

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
344,240 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
344,240 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.91%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

---

CUSIP No. 811707801

Page  
12 of  
18  
Pages

1 NAME OF REPORTING PERSON

BCM Select Equity I Master, Ltd.

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
WC

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Cayman Islands

NUMBER	
OF	SOLE
SHARES <sup>7</sup>	VOTING
BENEFICIALLY	POWER
OWNED	0
BY	
EACH	SHARED
REPORTING	VOTING
PERSON <sup>8</sup>	POWER
WITH	0 (see Item 5)

9

SOLE  
DISPOSITIVE  
POWER  
0

10

SHARED  
DISPOSITIVE  
POWER  
0 (see Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
0 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
0.00%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

---



CUSIP No. 811707801 Page  
13 of  
18  
Pages

1 NAME OF REPORTING PERSON

Matthew Lindenbaum

2 CHECK THE  
APPROPRIATE BOX IF A (a)  
MEMBER OF A GROUP (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
AF

5 CHECK IF DISCLOSURE OF  
LEGAL PROCEEDINGS IS  
REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
United States

NUMBER OF SHARES, BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7 SOLE VOTING POWER 0  SHARED VOTING POWER 2,385,972 (see Item 5)
---	---

9	SOLE DISPOSITIVE POWER 0
---	-----------------------------------

10 SHARED  
DISPOSITIVE  
POWER  
2,385,972 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
2,385,972 (see Item 5)

12 CHECK IF THE AGGREGATE  
AMOUNT IN ROW (11)  
EXCLUDES CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (11)  
6.29%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
IN

---

CUSIP No. 811707801

Page 14 of 18 Pages

1 NAME OF REPORTING PERSON  
 Bennett Lindenbaum

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS  
 AF

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED  
 PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 United States

7 SOLE VOTING POWER  
 0

NUMBER OF SHARES<sup>8</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON<sup>9</sup> WITH

SHARED VOTING POWER  
 2,385,972 (see Item 5)

SOLE DISPOSITIVE POWER  
 0

SHARED DISPOSITIVE POWER  
 2,385,972 (see Item 5)

10

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON  
2,385,972 (see Item 5)

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN  
SHARES (SEE INSTRUCTIONS)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
6.29%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
IN

---

This Amendment No. 2 to Schedule 13D (this "Amendment No. 2") is being filed with respect to the common stock, par value \$0.10 per share (the "Common Stock"), of Seacoast Banking Corporation of Florida, a Florida corporation (the "Issuer"), to amend the Schedule 13D filed on March 21, 2016 (the "Original 13D"), as amended by such Amendment No. 1 to Schedule 13D filed on March 25, 2016 (the Original 13D, as amended by such Amendment No. 1 and this Amendment No. 2, the "Schedule 13D"). Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Schedule 13D.

Item 4. Purpose of Transaction.

On July 28, 2016, the Issuer, Basswood Capital Management, L.L.C., and Matthew Lindenbaum entered into Amendment No. 1 (the "Amendment") to the Observer Rights Agreement, dated as of March 23, 2016, among the Issuer, Basswood Capital Management, L.L.C., and Mathew Lindenbaum (the "Observer Rights Agreement"). The Amendment postpones to November 30, 2016 the date following which either Issuer or Matthew Lindenbaum are able to terminate the Observer Rights Agreement. The terms of the Amendment, a copy of which is filed herewith as Exhibit 99.1, are incorporated herein by reference.

Item 5. Interest in Securities of the Issuer

Item 5(c) is hereby supplemented by adding the following

(c) On June 28, 2016, Basswood Financial Fund, Inc. purchased 4,098 shares of Common Stock from BCM Select Equity I Master, Ltd. in a private transaction at the June 28, 2016 NASDAQ closing price of \$15.56 per share.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 of the Schedule 13D is amended to reflect the following:

The information concerning the Amendment contained in Item 4 hereof is incorporated herein by reference.

Item 7. Material to be filed as Exhibits.

1. Exhibit 99.1 – Joint Filing Agreement, dated as of March 21, 2016, incorporated by reference to Exhibit 99.1 to Schedule 13D filed March 21, 2016.
2. Exhibit 99.2 – Amendment No. 1 to Observer Rights Agreement, dated as of July 28, 2016

SIGNATURES

After reasonable inquiry and to the best of each of the undersigned's knowledge and belief, each of the undersigned, severally and not jointly, certifies that the information set forth in this statement is true, complete and correct.

Dated: July 29, 2016 BASSWOOD CAPITAL MANAGEMENT, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD PARTNERS, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD ENHANCED LONG SHORT GP, LLC

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD ENHANCED LONG SHORT FUND, LP  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD FINANCIAL FUND, LP  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member



Dated: July 29, 2016 BASSWOOD FINANCIAL LONG ONLY FUND, LP  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD FINANCIAL FUND, INC.  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD OPPORTUNITY PARTNERS, LP  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BASSWOOD OPPORTUNITY FUND INC.  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member

Dated: July 29, 2016 BOULEVARD DIRECT MASTER, LTD.  
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum  
Name: Matthew Lindenbaum  
Title: Managing Member





Dated: July 29, 2016 BCM SELECT EQUITY I MASTER, LTD.

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

Dated: July 29, 2016 /s/ Matthew Lindenbaum

Matthew Lindenbaum

Dated: July 29, 2016 /s/ Bennett Lindenbaum

Bennett Lindenbaum