#### SEACOAST BANKING CORP OF FLORIDA

Form 4

January 04, 2017

# 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

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

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**OMB APPROVAL** 

3235-0287

January 31,

OMB

Number:

Expires:

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HUDSON DENNIS S III |          | _     | 2. Issuer Name and Ticker or Trading<br>Symbol<br>SEACOAST BANKING CORP OF<br>FLORIDA [SBCF] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)   |
|---|----------|-------|--|--|
| (Last) SEACOAST FLORIDA, I                                    |          |       | 3. Date of Earliest Transaction (Month/Day/Year) 12/30/2016                                  | X Director 10% OwnerX Officer (give title Other (specify below) Chairman & CEO   |
| STUART, FI  | (Street) |       | 4. If Amendment, Date Original Filed(Month/Day/Year)   | 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 - Non-Derivative Securities Acc  | quired, Disposed of, or Beneficially Owned   |

| (City)                               | (State)                                 | (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |  |  |   |  |  |
|--------------------------------------|---|--|--|--|--|--|---|--|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | e 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                          | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |
| Common<br>Stock                      | 12/30/2016                              |  | F                                      | 8,600 D \$ 22.06   | 42,787   | D (1)  |   |  |  |
| Common<br>Stock                      |   |  |  |  | 27,247   | D  |   |  |  |
| Common<br>Stock                      |   |  |  |  | 21,915   | D (2)  |   |  |  |
| Common<br>Stock                      |   |  |  |  | 31,208.4   | D (3)  |   |  |  |
| Common<br>Stock                      |   |  |  |  | 49,386   | D (4)  |   |  |  |

| Common<br>Stock | 224,356 | I | Held by Sherwood Partners, Ltd, family partnership |
|-----------------|---------|---|--|
| Common<br>Stock | 280     | I | Held by<br>Spouse as<br>Custodian<br>for son       |
| Common<br>Stock | 20      | I | Held by son  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                  |                    | 7. Title and A Underlying S (Instr. 3 and | Securitie                        |
|---|---|---|---|--|---|------------------|--------------------|---|----------------------------------|
|   |   |   |   | Code V                                 | (A) (D)   | Date Exercisable | Expiration<br>Date | Title                                     | Amour<br>or<br>Number<br>of Shar |
| Common<br>Stock Right<br>to Buy (5)                 | \$ 14.82  |   |   |  |   | <u>(6)</u>       | 02/28/2024         | Common<br>Stock                           | 51,95                            |
| Common<br>Stock Right<br>to Buy (5)                 | \$ 12.63  |   |   |  |   | <u>(7)</u>       | 01/28/2023         | Common<br>Stock                           | 17,97                            |
| Common<br>Stock Right<br>to Buy (5)                 | \$ 10.54  |   |   |  |   | 04/29/2015(8)    | 04/29/2024         | Common<br>Stock                           | 50,00                            |
| Common<br>Stock Right<br>to Buy (5)                 | \$ 11   |   |   |  |   | 06/28/2014(9)    | 06/27/2023         | Common<br>Stock                           | 19,40                            |
|   | \$ 111.1  |   |   |  |   | 04/02/2012(11)   | 04/01/2017         |   | 14,62                            |

Stock-settled Common Stock Stock

Appreciation Rights (10)

Stock-settled

Stock \$ 133.6

05/16/2011(11) 05/15/2016 Co

Common Stock 5,52

Appreciation Rights (10)

## **Reporting Owners**

| Reporting Owner Name / Address    | Relationships |           |                |       |  |
|-----------------------------------|---------------|-----------|----------------|-------|--|
|                                   | Director      | 10% Owner | Officer        | Other |  |
| HUDSON DENNIS S III               |               |           |                |       |  |
| SEACOAST BANKING CORP. OF FLORIDA | X             |           | Chairman & CEO |       |  |
| P.O. BOX 9012                     | Λ             |           | Chairman & CEO |       |  |
| STUART, FL 34995                  |               |           |                |       |  |

## **Signatures**

Sharon Mehl as Power of Attorney for Dennis S. Hudson, III

01/04/2017

Relationshine

\*\*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).
- Represents shares subject to performance-based restricted stock units ("PSUs") granted on June 28, 2013, that were subject to performance requirements which were attained over a period ending December 31, 2015. One third of the earned shares vested on Dec. 31, 2016. Of the remaining shares, half vest on each of Dec. 31, 2017 and Dec. 31, 2018, provided the recipient remains in continuous service with the Company on each such vesting date.
- (2) Shares held in Trust
- (3) Represent shares held in the Company's Retirement Savings Plan as of August 31, 2016
- (4) Shares held jointly with spouse
- (5) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan
- Originally had two tiered vesting. The performance criteria was met and the time-based vesting began on 12/1/2016. Option vests 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.
- Originally had two tiered vesting. Performance criteria was met and time-based vesting began on 7/1/15. Option vests 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.
- (8) 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.
- (9) Vests over 5 years at the rate of 20% 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 continue employment.
- (10) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (11) Date fully vested

Reporting Owners 3

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