

SEACOAST BANKING CORP OF FLORIDA

Form 4

July 22, 2013

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
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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HAHL WILLIAM R

(Last) (First) (Middle)

**SEACOAST BANKING CORP. OF
FLORIDA, P.O. BOX 9012**

(Street)

STUART, FL 34995

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

**SEACOAST BANKING CORP OF
FLORIDA [SBCF]**

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

06/28/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Exec. VP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)			
			Code	V	Amount		Price
Common Stock					56,199	D <u>(1)</u>	
Common Stock					61,590	D <u>(2)</u>	
Common Stock					32,429.2012	D <u>(3)</u>	
Common Stock					373.0181	D <u>(4)</u>	
Common Stock					3,245	D <u>(5)</u>	

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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 Underlying Securities (Instr. 3 and 4)	8. Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Common Stock Right to Buy ⁽⁶⁾	\$ 2.2	06/28/2013		A		25,000		06/28/2014 ⁽⁷⁾	06/27/2023	Common Stock	25,000
Stock-settled Stock Appreciation Rights ⁽⁸⁾	\$ 22.22							04/02/2009 ⁽⁹⁾	04/01/2017	Common Stock	1,000,000
Stock-settled Stock Appreciation Rights ⁽⁸⁾	\$ 26.72							05/16/2008 ⁽⁹⁾	05/15/2016	Common Stock	1,000,000
Common Stock Right to Buy ⁽⁸⁾	\$ 22.4							12/21/2005 ⁽¹⁰⁾	12/20/2014	Common Stock	1,000,000
Common Stock Right to Buy ⁽⁸⁾	\$ 17.08							11/17/2004 ⁽¹⁰⁾	11/16/2013	Common Stock	1,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HAHL WILLIAM R SEACOAST BANKING CORP. OF FLORIDA P.O. BOX 9012 STUART, FL 34995	Exec. VP & CFO

Signatures

Sharon Mehl as Power of Attorney for William R.
Hahl

07/22/2013

__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) Held jointly with spouse
Represents unvested shares in performance based restricted stock award granted under Seacoast's 2008 Long-Term Incentive Plan on August 23, 2011 ("Grant Date"). These awards are subject to compliance with the EESA, and will vest in their entirety on the later of: i) the fifth anniversary of the Grant Date, provided Mr. Hahl is employed by the Company or a subsidiary on such date, and ii) the Company's attainment of an annual return on equity of 10% or more for any fiscal year starting after the Grant Date.
- (2) Represents shares held in the Company's Retirement Savings Plan as of December 31, 2012
- (3) Held as custodian for granddaughters
- (4) Held in IRA
- (5) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan
- (6) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (06/28/2014) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continue employment.
- (7) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (8) Vests over five years in 25% increments beginning on the second anniversary of the date of grant (date indicated) and each of the following three anniversaries thereafter, subject to continued employment.
- (9) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (date indicated) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continue employment.
- (10)

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.