

SEACOAST BANKING CORP OF FLORIDA
 Form 4
 February 02, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Frias Maria

2. Issuer Name and Ticker or Trading Symbol
 SEACOAST BANKING CORP OF FLORIDA [SBCF]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/29/2015

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
 EVP & Chief Risk Officer

SEACOAST BANKING CORPORATION OF FLORIDA, P. O. BOX 9012

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

STUART, FL 34995

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 2,467 | D ⁽¹⁾ | |
| Common Stock | | | | | 1,140 | D ⁽²⁾ | |
| Common Stock | | | | | 1,982 | D ⁽³⁾ | |

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

Persons who respond to the collection of information contained in this form are not SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

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 of Underlying Security (Instr. 3 and 4) |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|
| Common Stock Right to Buy ⁽⁴⁾ | \$ 12.63 | 01/29/2015 | | A | 3,225 | ⁽⁵⁾ 01/29/2023 | Common Stock 3,225 |
| Common Stock Right to Buy ⁽⁴⁾ | \$ 10.54 | | | | | 04/29/2015 ⁽⁶⁾ 04/29/2024 | Common Stock 25,000 |
| Common Stock Right to Buy ⁽⁴⁾ | \$ 11 | | | | | 06/28/2014 ⁽⁷⁾ 06/27/2023 | Common Stock 2,000 |
| Stock Settled Stock Appreciation Right ⁽⁸⁾ | \$ 111.1 | | | | | 04/02/2012 ⁽⁹⁾ 04/02/2017 | Common Stock 1,000 |
| Stock Settled Stock Appreciation Right ⁽⁸⁾ | \$ 133.6 | | | | | 05/16/2011 ⁽⁹⁾ 05/16/2016 | Common Stock 5,000 |
| Common Stock Right to Buy ⁽⁸⁾ | \$ 112 | | | | | 12/21/2009 ⁽⁹⁾ 12/21/2014 | Common Stock 3,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Frias Maria SEACOAST BANKING CORPORATION OF FLORIDA P. O. BOX 9012 | | | EVP & Chief Risk Officer | |

STUART, FL 34995

Signatures

/s/ Sharon Mehl as Power of Attorney for Maria
Frias

02/02/2015

__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) Shares held in Employee Stock Purchase Plan as of June 30, 2014
- (2) Represents share equivalents held in Company's Retirement Savings Plan as of March 31, 2014
Represents unvested shares in time-based restricted stock award granted under Seacoast's 2008 Long-Term Incentive Plan on August 23, 2011 ("Grant Date"). This award vests in its entirety on August 23, 2016, provided Ms. Frias is employed by the Company or a subsidiary on such date.
- (4) 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.
- (5) 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 continue employment.
- (6) Vests over 5 years at the rate of 20% on the first anniversary of the date of grant (06/28/14) and then at the rate of 20% on each of the following four anniversaries thereafter, subject to continue employment.
- (8) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (9) Date fully vested

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.