

SEACOAST BANKING CORP OF FLORIDA  
Form SC 13D/A  
March 24, 2016

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

Under the Securities Exchange Act of 1934  
(Amendment No. 1)

Seacoast Banking Corporation of Florida

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(Name of Issuer)

Common Stock, Par Value \$0.10

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(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

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(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

March 23, 2016

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(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

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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)  
6.89%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
IA

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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  
EACH  
REPORTING  
PERSON  
WITH

SHARED  
VOTING  
POWER  
345,038 (see  
Item 5)

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
345,038 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
345,038 (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)  
1.00%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
OO

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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)  
3.27%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
OO



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17  
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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<sup>7</sup>  
BENEFICIALLY  
OWNED  
BY  
EACH  
REPORTING  
PERSON<sup>8</sup>  
WITH

SOLE  
VOTING  
POWER  
0

SHARED  
VOTING  
POWER  
94,299 (see  
Item 5)

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
94,299 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
94,299 (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)  
0.27%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

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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, BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7          8  SOLE VOTING POWER 0  SHARED VOTING POWER 33,044 (see Item 5)
-----------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------

9 SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
33,044 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
33,044 (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

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17  
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  
26,271 (see  
Item 5)

SOLE  
DISPOSITIVE  
POWER  
0

10 SHARED  
DISPOSITIVE  
POWER  
26,271 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
26,271 (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)  
0.08%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

7

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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)  
3.27%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN



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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, BENEFICIALLY OWNED BY EACH REPORTING PERSON, WITH	7 SOLE VOTING POWER 0  SHARED VOTING POWER 224,468 (see Item 5)
------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------

9	SOLE DISPOSITIVE POWER 0
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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)  
0.65%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
PN

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17  
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)  
0.47%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

10

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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 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)  
0.99%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

11

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17  
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 SHARES <sup>7</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON <sup>8</sup> WITH	SOLE VOTING POWER 0  SHARED VOTING POWER 71,525 (see Item 5)
------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------

9	SOLE DISPOSITIVE POWER 0
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10 SHARED  
DISPOSITIVE  
POWER  
71,525 (see  
Item 5)

11 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
71,525 (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)  
0.21%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
CO

12

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17  
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 <sup>7</sup> BENEFICIALLY OWNED BY EACH REPORTING PERSON <sup>8</sup> WITH	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)  
6.89%

14 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)  
IN

13

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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)  
6.89%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)  
IN

14

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This Amendment No. 1 to Schedule 13D (this "Amendment No. 1") 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 (together with this Amendment No. 1, 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 March 23 2016, the Issuer, Basswood Capital Management, L.L.C., and Matthew Lindenbaum entered into an Observer Rights Agreement (the "Observer Rights Agreement") which provides that Mr. Lindenbaum will have the right to attend meetings of the Board and in connection therewith receive certain information from the Issuer. Basswood and Mr. Lindenbaum have agreed to confidentiality undertakings and certain other agreements with respect to such information and the Issuer. The Observer Rights Agreement can be terminated either by Mr. Lindenbaum or the Issuer following the six month anniversary thereof by delivering notice to the other. The terms of the Observer Rights Agreement, a copy of which is filed herewith as Exhibit 99.1, are incorporated herein by reference.

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 Observer Rights Agreement 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 24, 2016
2. Exhibit 99.2 - Observer Rights Agreement, dated as of March 23, 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: March 24, 2016 BASSWOOD CAPITAL MANAGEMENT, L.L.C.

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

Dated: March 24, 2016 BASSWOOD PARTNERS, L.L.C.

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

Dated: March 24, 2016 BASSWOOD ENHANCED LONG SHORT GP, LLC

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

Dated: March 24, 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: March 24, 2016 BASSWOOD FINANCIAL FUND, LP  
By: Basswood Capital Management, L.L.C.

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



Dated: March 24, 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: March 24, 2016 BASSWOOD FINANCIAL FUND, INC.  
By: Basswood Capital Management, L.L.C.

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

Dated: March 24, 2016 BASSWOOD OPPORTUNITY PARTNERS, LP  
By: Basswood Capital Management, L.L.C.

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

Dated: March 24, 2016 BASSWOOD OPPORTUNITY FUND INC.  
By: Basswood Capital Management, L.L.C.

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

Dated: March 24, 2016 BOULEVARD DIRECT MASTER, LTD.  
By: Basswood Capital Management, L.L.C.



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

Dated: March 24, 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: March 24, 2016 /s/ Matthew Lindenbaum  
Matthew Lindenbaum

Dated: March 24, 2016 /s/ Bennett Lindenbaum  
Bennett Lindenbaum