

SEACOAST BANKING CORP OF FLORIDA

Form 5

February 16, 2016

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Goldman Roger

(Last) (First) (Middle)

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. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20154. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☒ Other (specify
below)
Lead Director6. Individual or Joint/Group Reporting
(check applicable line)☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	05/26/2015	Â	G	100 D	\$ 0 (1)	1,572 D	Â
Common Stock	12/21/2015	Â	J(2)	2,000 D	\$ 0 (2)	12,260 D (3)	Â
Common Stock	12/21/2015	Â	J(2)	2,000 A	\$ 0 (2)	3,572 D	Â
Common Stock	12/30/2015	Â	J(2)	2,000 D	\$ 0 (2)	10,260 D (3)	Â

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Common Stock	12/30/2015	Â	J ⁽²⁾	2,000	A	\$ 0 ⁽²⁾	5,572	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	35,460	D ⁽⁴⁾	Â
Common Stock	Â	Â	Â	Â	Â	Â	2,000	I ⁽⁵⁾	Held by spouse
Common Stock	Â	Â	Â	Â	Â	Â	1,600	I	Held in spouse's IRA
Common Stock	Â	Â	Â	Â	Â	Â	1,200	I	Held in Trust

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

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SEC 2270
(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 of Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Common Stock Right to Buy ⁽⁶⁾	\$ 10.78	Â	Â	Â	Â Â	04/01/2014 ⁽⁷⁾ 03/01/2024	Common Stock 200,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goldman Roger P.O. BOX 9012 STUART, FL 34995	Â X	Â	Â	Lead Director

Signatures

/s/Sharon Mehl as Power of Attorney for Roger O.
Goldman

02/16/2016

__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) Gifted shares
- (2) Transferred shares out of IRA to individual ownership; no change in beneficial ownership
- (3) Held in IRA; shares voting and investment power
- (4) Held in Seacoast's Non-Employee Directors Deferred Compensation Plan for which receipt of such shares has been deferred, and as to which shares Mr. Goldman has no voting or dispositive power
- (5) Shares previously reported as held directly
- (6) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan and the agreement with Mr. Goldman for his service as Lead Director
Vests in equal monthly installments (approximately 2.78%) at the end of each of the first thirty-six (36) months following the Grant Date (03/01/2014), provided that Optionee remains in Continuous Service on each applicable vesting date. Notwithstanding the vesting schedule, the Option may become vested and exercisable as to one-half of the then-unvested Shares in the event of the termination of
- (7) Optionee's Continuous Service by reason of death or Disability. In addition, the Option shall become fully vested and exercisable upon the earliest of (i) the occurrence of a Change in Control, or (ii) the termination of Optionee's Continuous Service, or status as Lead Director, by the Company for any reason (including any situation in which Optionee is not re-elected to the Company's Board or as Lead Director).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.