

SEACOAST BANKING CORP OF FLORIDA
 Form 4
 May 30, 2014

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 *
HAHL WILLIAM R

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)
SEACOAST BANKING CORP. OF FLORIDA, P.O. BOX 9012
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/27/2014

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

STUART, FL 34995

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 05/27/2014 | | S | 400 D \$ 10.6 | 10,839.8 | D | (1) |
| Common Stock | | | | | 12,318 | D | (2) |
| Common Stock | | | | | 5,820.415 | D | (3) |
| Common Stock | | | | | 78 | D | (4) |
| Common Stock | | | | | 649 | D | (5) |

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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 of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Right to Buy ⁽⁶⁾ | \$ 11 | | | | | 06/28/2014 ⁽⁷⁾ | 06/27/2023 | Common Stock | 5,000 |
| Stock-settled Stock Appreciation Rights ⁽⁸⁾ | \$ 111.1 | | | | | 04/02/2012 ⁽⁹⁾ | 04/02/2017 | Common Stock | 3,909 |
| Stock-settled Stock Appreciation Rights ⁽⁸⁾ | \$ 133.6 | | | | | 05/16/2011 ⁽⁹⁾ | 05/16/2016 | Common Stock | 1,470 |
| Common Stock Right to Buy ⁽⁸⁾ | \$ 112 | | | | | 12/21/2009 ⁽⁹⁾ | 12/21/2014 | Common Stock | 1,000 |

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

05/30/2013

__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 March 31, 2014
- (3) Held as custodian for granddaughters
- (4) Held in IRA
- (5) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan
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.
- (6) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (7) 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.

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