

SEACOAST BANKING CORP OF FLORIDA  
 Form 4/A  
 October 14, 2014

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**GOLDSTEIN ROBERT**

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)  
**10/01/2014**

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**C/O CAPGEN CAPITAL GROUP III LP, 120 WEST 45TH STREET, SUITE 1010**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
**10/03/2014**

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

**NEW YORK, NY 10036**

(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 Indirect Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|
|  |                                      |  | Code                           | V   | Amount or (D) Price   |  |  |
| Common Stock, par value \$0.10 per share | 10/01/2014                           |  | A                              |   | 50,973<br>(2) (3) A \$ 10.97  | 52,020   | D (1)                                      |
| Common Stock, par value \$0.10 per share | 10/01/2014                           |  | A                              |   | 12,437<br>(4) A \$ 10.97  | 64,284   | I See footnote.                            |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| GOLDSTEIN ROBERT<br>C/O CAPGEN CAPITAL GROUP III LP<br>120 WEST 45TH STREET, SUITE 1010<br>NEW YORK, NY 10036 | X             |           |         |       |

## Signatures

/s/ Robert B. Goldstein 10/14/2014

\*\*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) Robert Goldstein directly owns such shares of the common stock, par value \$0.10 per share (the "Common Stock") of Seacoast Banking Corporation of Florida (the "Issuer").
- In connection with the merger (the "Merger") of The BANKshares, Inc. with and into the Issuer on October 1, 2014, pursuant to the Agreement and Plan of Merger, dated April 24, 2014, between the Issuer, The BANKshares, Inc., and BankFIRST, Mr. Goldstein
- (2) received 50,757 shares of Common Stock, in exchange for the aggregate number of shares of the BANKshares, Inc. common stock held by Mr. Goldstein directly as of the consummation of the Merger. On October 1, 2014, the effective date of the Merger, the closing price of the Common Stock was \$10.97 per share.

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- (3) Includes 216 shares of Common Stock, which represents reimbursement for costs and expenses paid in Common Stock by the Issuer to Mr. Goldstein in connection with his service as a member of the board of directors of the Issuer.

In connection with the Merger, a retirement account over which Mr. Goldstein holds discretionary authority received 12,437 shares of

- (4) Common Stock. The shares of Common Stock described in notes 2, 3 and this note 4 were inadvertently omitted from the Reporting Person's Form 4 filed on October 3, 2014.

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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