

SEACOAST BANKING CORP OF FLORIDA
 Form 5
 February 10, 2017

FORM 5

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

OMB APPROVAL

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 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

1. Name and Address of Reporting Person *
 Shaffer Charles M

(Last) (First) (Middle)

SEACOAST BANKING CORPORATION OF FLORIDA, 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 for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2016

4. 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)
 EVP of subsidiary

6. 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)
				Amount	(A) or (D)	Price			
Common Stock	12/31/2016	^	A ⁽¹⁾	59	A	\$ 20.96	1,516	D ⁽²⁾	^
Common Stock	^	^	^	^	^	^	7,491	D	^
Common Stock	^	^	^	^	^	^	797	D ⁽³⁾	^

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Common Stock	Â	Â	Â	Â	Â	Â	1,571	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	16,338	D ⁽⁴⁾	Â

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

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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)
					(A) (D)	Date Exercisable Expiration Date	Title
Common Stock Right to Buy ⁽⁵⁾	\$ 14.82	Â	Â	Â	Â	Â	Common Stock
Common Stock Right to Buy ⁽⁵⁾	\$ 12.63	Â	Â	Â	Â	Â	Common Stock
Common Stock Right to Buy ⁽⁵⁾	\$ 10.54	Â	Â	Â	Â	04/29/2015 ⁽⁸⁾	Common Stock
Common Stock Right to Buy ⁽⁵⁾	\$ 11	Â	Â	Â	Â	06/28/2014 ⁽⁹⁾	Common Stock
Stock-Settled Stock Appreciation Rights ⁽¹⁰⁾	\$ 111.1	Â	Â	Â	Â	04/02/2012 ⁽¹¹⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Shaffer Charles M
SEACOAST BANKING CORPORATION OF FLORIDA ^ ^ ^ EVP of subsidiary
P. O. BOX 9012
STUART, FL 34995

Signatures

Sharon Mehl as Power of Attorney for Charles M. 02/10/2017
Shaffer

__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) Automatic monthly purchase into Employee Stock Purchase Plan
- (2) Held in Company's Employee Stock Purchase Plan as of Dec. 31, 2016
- (3) Share equivalents held in Company's Retirement Savings Plan as of December 31, 2016
Represents shares underlying performance-based restricted stock units granted on June 28, 2013, that were subject to performance requirements which were attained over a period ending December 31, 2015. Half of the remaining shares vest on Dec. 31, 2017 and half on Dec. 31, 2018, provided the recipient remains in continuous service with the Company on each such vesting date.
- (5) Granted pursuant to Seacoast Banking Corporation of Florida's 2013 Incentive Plan
Originally has two tiered vesting. Performance criteria was met, and time-based vesting began on 12/1/2016. Option vests in equal
- (6) installments at the end of each month over the next 48 months, provided that Optionee remains in Continuous Service on each applicable vesting date.
- (7) Performance vesting criteria has been met. Option vests in equal installments beginning on 7/1/2015 over the following 48 months, provided the Optionee remains in continuous service on each applicable vesting date.
- (8) Vests over 3 years in one-third increments on each anniversary of the date of grant beginning on the first anniversary of the date of grant (the date indicated), subject to continue employment.
- (9) 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 continued employment.
- (10) Granted pursuant to Seacoast Banking Corporation of Florida's 2000 Long-Term Incentive Plan
- (11) Date fully vested

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