

HUDSON DENNIS S III  
Form 4  
January 03, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
HUDSON DENNIS S III

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)

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

SEACOAST BANKING CORP. OF FLORIDA, P.O. BOX 9012

12/31/2018

Chairman & CEO

(Street)

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

STUART, FL 34995

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/31/2018		F	D	8,419	\$ 26.02	0 D <sup>(1)</sup>
Common Stock	12/28/2018		G	V	800	\$ 0 <sup>(2)</sup>	43,659 D
Common Stock						21,915	D <sup>(3)</sup>
Common Stock						29,900.95	D <sup>(4)</sup>
Common Stock						49,386	D <sup>(5)</sup>

Common Stock					224,356	I	Held by Sherwood Partners, Ltd, family partnership
Common Stock					280	I	Held by Spouse as Custodian for son
Common Stock					20	I	Held by son

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

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SEC 1474  
(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. Amount or Number of Shares
Common Stock Right to Buy <sup>(6)</sup>	\$ 31.15					<sup>(7)</sup> 04/02/2028	Common Stock	55,279
Common Stock Right to Buy <sup>(6)</sup>	\$ 28.69					<sup>(7)</sup> 04/03/2027	Common Stock	78,021
Common Stock Right to Buy <sup>(6)</sup>	\$ 14.82					<sup>(8)</sup> 02/28/2024	Common Stock	51,956
	\$ 12.63					<sup>(9)</sup> 01/28/2023		17,975

Common Stock Right to Buy <sup>(6)</sup>				Common Stock	
Common Stock Right to Buy <sup>(6)</sup>	\$ 10.54	04/29/2015 <sup>(10)</sup>	04/29/2024	Common Stock	50,000
Common Stock Right to Buy <sup>(6)</sup>	\$ 11	06/28/2014 <sup>(11)</sup>	06/27/2023	Common Stock	19,400

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUDSON DENNIS S III SEACOAST BANKING CORP. OF FLORIDA P.O. BOX 9012 STUART, FL 34995	X		Chairman & CEO	

## Signatures

/s/ Dennis S. Hudson, III                      01/03/2019

\*\*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) Represents shares subject to performance-based restricted stock units ("PSUs") granted on June 28, 2013, that were subject to performance requirements which were attained over a period ending December 31, 2015. One third of the earned shares vested on each Dec. 31, 2016 and 2017. The remaining one third shares will vest on Dec. 31, 2018, provided the recipient remains in continuous service with the Company on each such vesting date.
- (2) On December 28, 2018, the reporting person made a charitable gift of 800 shares.
- (3) Shares held in Trust
- (4) Represents shares held in the Company's Retirement Savings Plan as of September 30, 2018.
- (5) Shares held jointly with spouse
- (6) Granted pursuant to the Company's Amended and Restated 2013 Incentive Plan
- (7) Vests over 3 years in one-third increments each anniversary of the date of grant beginning on the first anniversary of the date of grant (the date indicated), subject to continuous employment on each vesting date and the Company's banking subsidiary meets certain capital requirements.
- (8) Originally had two tiered vesting. The performance criteria was met and the time-based vesting began on 12/1/2016. Option vests in equal installments at the end of each month over the next 48 months, provided that Optionee remains in continuous service on each applicable vesting date.

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- Originally had two tiered vesting. Performance criteria was met and time-based vesting began on 7/1/15. Option vests in equal
- (9) installments at the end of each month over the next 48 months, provided that Optionee remains in continuous service on each applicable vesting date.
  - (10) Vests over 3 years in one-third increments each anniversary of the date of grant beginning on the first anniversary of the date of grant (the date indicated), subject to continued employment.
  - (11) 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.

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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