

SEACOAST BANKING CORP OF FLORIDA  
Form 8-K  
May 22, 2014

United States

SECURITIES AND EXCHANGE COMMISSION

**Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**

**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 21, 2014

**SEACOAST BANKING CORPORATION OF FLORIDA**

(Exact name of registrant as specified in its charter)

**Florida**                                      **001-13660**    **59-2260678**  
(State or other jurisdiction    (Commission    (IRS Employer  
of incorporation)                      File Number) Identification No.)

**815 Colorado Avenue**

**34994**

**Stuart, Florida**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (772) 287-4000

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 21, 2014, Seacoast Banking Corporation of Florida (the “Company”) held its Annual Meeting. Of the 25,985,761 shares of Common Stock outstanding as of the record date for the Annual Meeting, 23,906,004 shares were present at the meeting in person or by proxy. The final results of each of the proposals voted on by the Company’s shareholders are described below:

Proposal 1 – Elect Directors: To re-elect four Class III directors, elect two Class II directors and elect one Class III director. The vote for each director is as set forth below.

Nominee	Number of Shares		
	Votes For	Votes Withheld	Broker Non-Votes
Dennis J. Arczynski	19,452,282	414,062	4,039,660
Stephen E. Bohner	19,605,573	260,771	4,039,660
T. Michael Crook	18,573,012	1,293,332	4,039,660
Julie H. Daum	19,651,007	215,337	4,039,660
Maryann Goebel	19,714,163	152,181	4,039,660
Dennis S. Hudson, III	19,484,856	381,488	4,039,660
Edwin E. Walpole, III	19,059,840	806,504	4,039,660

The seven nominees were each elected by a plurality of the votes cast. Bohner, Crook, Daum, Hudson and Walpole will each serve as Class III directors with a term expiring at the Company’s 2017 Annual Meeting. Arczynski and Goebel will each serve as Class II directors with a term expiring at the Company’s 2016 Annual Meeting.

Proposal 2 - Ratification of Appointment of Independent Auditor: To ratify the appointment of Crowe Horwath LLP as independent auditor for the Company for the fiscal year ending December 31, 2014.

Number of Shares		
Votes For	Votes Against	Abstentions
23,753,664	50,424	101,916

The vote required to approve this proposal was the affirmative vote of a majority of the votes cast on the proposal. Accordingly, this proposal was approved.



Proposal 3 – Advisory (Non-binding) Vote on Compensation of Named Executive Officers: To allow shareholders to endorse or not endorse, on a non-binding basis, the compensation of the Company’s named executive officers as disclosed in the proxy statement:

Number of Shares			
Votes For	Votes Against	Abstentions	Broker Non-Votes
19,158,587	587,540	120,217	4,039,660

The vote required to approve this non-binding advisory resolution was the affirmative vote of a majority of the votes cast on the proposal. Accordingly, this proposal was approved.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SEACOAST BANKING CORPORATION OF FLORIDA  
(Registrant)

Date: May 22, 2014 By: /s/ William R. Hahl  
Name: William R. Hahl  
Title: Executive Vice President and Chief Financial Officer