

EverBank Financial Corp  
Form FWP  
June 26, 2015

**Supplementing the Preliminary Prospectus**

**Filed Pursuant to Rule 433**

**Supplement dated June 26, 2015**

**Registration Statement No. 333-205243**

**(To Prospectus dated June 26, 2015)**

**Pricing Term Sheet**

**June 26, 2015**

**EverBank Financial Corp**

**5.75% Subordinated Notes due 2025**

Pricing Term Sheet

<b>Issuer:</b>	EverBank Financial Corp
<b>Security:</b>	Subordinated Notes
<b>Principal Amount:</b>	\$175,000,000
<b>Net Proceeds (before expenses):</b>	\$172,812,500
<b>Maturity:</b>	July 2, 2025
<b>Coupon:</b>	5.75%
<b>Price to Public:</b>	100% of face amount
<b>Yield to Maturity:</b>	5.75%
<b>Interest Payment Dates:</b>	January 2 and July 2, commencing January 2,

**Optional Redemption:** 2016  
Redeemable (1) in whole or in part on or after

the 30th day prior to the maturity date or (2) in whole, but not in part, at any time within 90 days following a Regulatory Capital Treatment Event (as defined under Description of the Subordinated Notes Optional Redemption ), in each case at 100% of the principal amount of the Subordinated Notes, plus accrued and unpaid interest thereon to but excluding the date of redemption.

<b>Trade Date:</b>	June 26, 2015
<b>Settlement Date:</b>	T+2; June 30, 2015
<b>CUSIP / ISIN:</b>	29977GAA0 / US29977GAA04
<b>Rating*:</b>	BBB (Kroll)
<b>Minimum Denomination:</b>	\$2,000 and integral multiples of \$1,000 in

**Joint Book-running Managers:** excess thereof  
Merrill Lynch, Pierce, Fenner & Smith

Incorporated

J.P. Morgan Securities LLC

UBS Securities LLC

Raymond James & Associates, Inc.

**Co-Manager:**

**\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.**

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at 1-800-294-1322 or by email at [prospectus\\_requests@baml.com](mailto:prospectus_requests@baml.com), by calling J.P. Morgan Securities LLC at 1-212-834-4533 or by calling UBS Securities LLC toll-free at 1-888-827-7275.**