

Board of Governors of the Federal Reserve System

COPY

RECEIVED STATISTICS

MAR 24 2014

FEDERAL RESERVE BANK OF RICHMOND



Annual Report of Holding Company

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2013

Month / Day / Year

I, **John Caughey**

Name of the Holding Company Director and Official

CapGen Capital Group III LLC - VP & CFO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

CapGen Capital Group III LLC

Legal Title of Holding Company

120 West 45th Street - Suite 1010

(Mailing Address of the Holding Company) Street / P.O. Box

New York

NY

10036

City

State

Zip Code

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Charlie Rogers

Controller

Name

Title

212-542-6876

Area Code / Phone Number / Extension

212-542-5879

Area Code / FAX Number

charogers@capgen.com

E-mail Address

CapGen.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

08/21/2014

Date of Signature

For holding companies not registered with the SEC—
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID **3962631**
C.I. _____

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

CapGen Capital Group III LP
 Legal Title of Subsidiary Holding Company

120 West 45th Street Suite 1010
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

New York NY 10036
 City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Seacoast Banking Corporation of Florida
 Legal Title of Subsidiary Holding Company

815 Colorado Avenue
 (Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

Stuart FL 34994
 City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

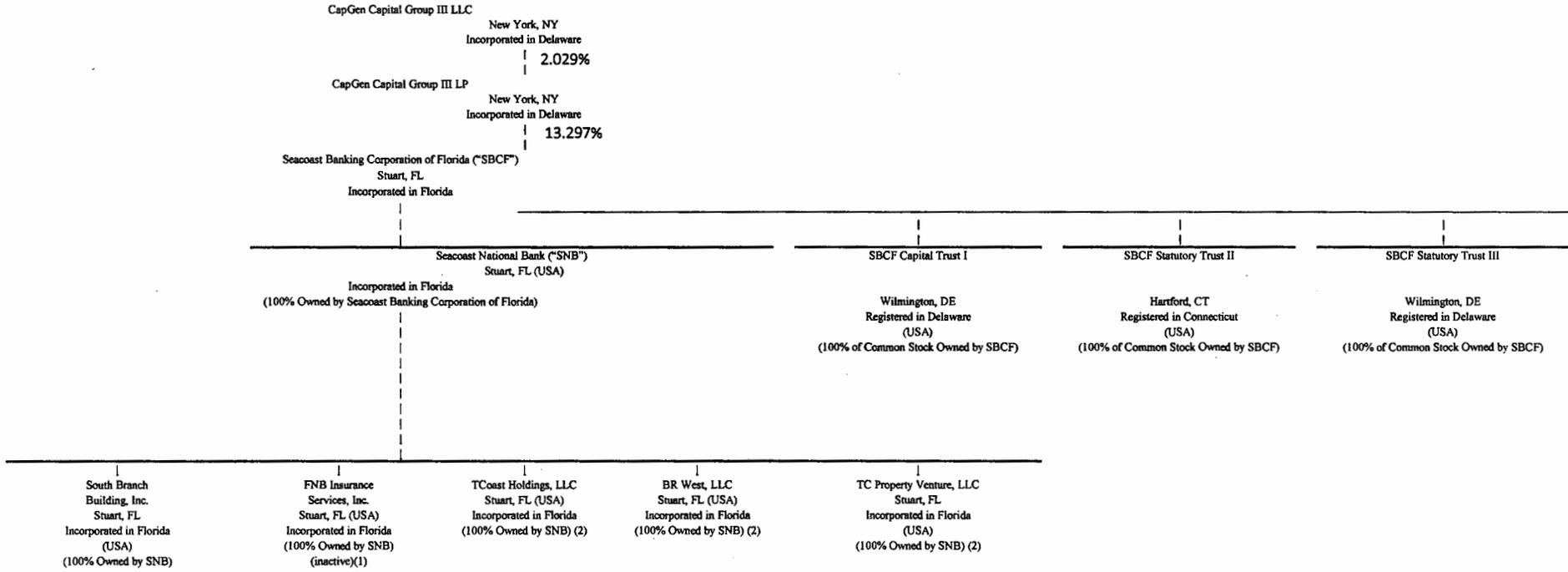
Physical location (if different from mailing address)

Legal Title of Subsidiary Holding Company

(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box

City State Zip Code

Physical location (if different from mailing address)



Results: A list of branches for your depository institution: SEACOAST NATIONAL BANK (ID_RSSD: 34537).
This depository institution is held by SEACOAST BANKING CORPORATION OF FLORIDA (1085013) of STUART, FL.
The data are as of 12/31/2013. Data reflects information that was received and processed through 01/07/2014.

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below.
2. If required, enter the date in the **Effective Date** column.

Actions

- OK:** If the branch information is correct, enter 'OK' in the **Data Action** column.
- Change:** If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
- Close:** If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
- Delete:** If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
- Add:** If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	34537	SEACOAST NATIONAL BANK	815 COLORADO AVENUE	STUART	FL	34994	MARTIN	UNITED STATES	99	0	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2228086	ARCADIA BRANCH	1601 EAST OAK STREET	ARCADIA	FL	34266	DESOTO	UNITED STATES	281360	56	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3447521	CLEWISTON BRANCH	300 SOUTH BERNER ROAD	CLEWISTON	FL	33440	HENDRY	UNITED STATES	14922	53	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1895838	FORT PIERCE BRANCH	1901 SOUTH US #1	FORT PIERCE	FL	34950	ST. LUCIE	UNITED STATES	44941	19	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1895810	HOBE SOUND BRANCH	11711 US 1	HOBE SOUND	FL	33455	MARTIN	UNITED STATES	286572	15	SEACOAST NATIONAL BANK	34537	
OK		Full Service	37136	HUTCHINSON ISLAND BRANCH	4392 NORTHEAST OCEAN BLVD	JENSEN BEACH	FL	34957	MARTIN	UNITED STATES	181118	6	SEACOAST NATIONAL BANK	34537	
OK		Full Service	32430	JENSEN BEACH BRANCH	1000 NORTHEAST JENSEN BEACH BLVD	JENSEN BEACH	FL	34957	MARTIN	UNITED STATES	181114	1	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3313989	INDIANTOWN ROAD BRANCH	585 WEST INDIANTOWN ROAD	JUPITER	FL	33458	PALM BEACH	UNITED STATES	436705	45	SEACOAST NATIONAL BANK	34537	
OK		Full Service	131838	LABELLE BANKING CENTER BRANCH	17 N LEE STREET	LABELLE	FL	33935	HENDRY	UNITED STATES	253052	54	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2375300	LAKE PLACID BRANCH	199 US HIGHWAY 27 NORTH	LAKE PLACID	FL	33852	HIGHLANDS	UNITED STATES	282482	52	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2917867	SOUTH ORLANDO AVENUE BRANCH	541 SOUTH ORLANDO AVENUE , SUITE 100	MAITLAND	FL	32751	ORANGE	UNITED STATES	356664	64	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3600474	VIERA AVENUE BRANCH	6711 LAKE ANDREW DRIVE	MELBOURNE	FL	32940	BREVARD	UNITED STATES	463140	65	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3824001	VIERA MURRELL BRANCH	5500 MURRELL ROAD	MELBOURNE	FL	32940	BREVARD	UNITED STATES	Not Required	Not Required	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1414770	MOORE HAVEN BANKING CENTER	501 US HWY 27	MOORE HAVEN	FL	33471	GLADES	UNITED STATES	253054	55	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3266357	NORTH PARROTT BRANCH	500 NORTH PARROTT AVENUE	OKEECHOBEE	FL	34972	OKEECHOBEE	UNITED STATES	428094	58	SEACOAST NATIONAL BANK	34537	
OK		Full Service	607931	SOUTH PARROTT BRANCH	1409 S PARROTT AVENUE	OKEECHOBEE	FL	34974	OKEECHOBEE	UNITED STATES	35858	51	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2858858	DOWNTOWN OFFICE	65 NORTH ORANGE AVENUE	ORLANDO	FL	32801	ORANGE	UNITED STATES	76184	61	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3445433	PGA OFFICE	3001 PGA BOULEVARD	PALM BEACH GARDENS	FL	33410	PALM BEACH	UNITED STATES	451593	50	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1895780	MARTIN DOWNS BRANCH	2601 SW HIGH MEADOW AVENUE	PALM CITY	FL	34990	MARTIN	UNITED STATES	286599	22	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1837575	BAYSHORE OFFICE	247 SOUTHWEST PORT SAINT LUCIE BOULEVARD	PORT SAINT LUCIE	FL	34984	ST. LUCIE	UNITED STATES	181123	12	SEACOAST NATIONAL BANK	34537	
OK		Full Service	4189220	GATLIN BRANCH	1790 SW GATLIN BLVD	PORT SAINT LUCIE	FL	34953	ST. LUCIE	UNITED STATES	475505	67	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2289005	SAINT LUCIE WEST II BRANCH	1100 SW ST. LUCIE WEST BLVD	PORT SAINT LUCIE	FL	34986	ST. LUCIE	UNITED STATES	181120	8	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1895829	TIFFANY BRANCH	9698 SOUTH US #1	PORT SAINT LUCIE	FL	34952	ST. LUCIE	UNITED STATES	274183	20	SEACOAST NATIONAL BANK	34537	
OK		Full Service	714231	WESTMORELAND BRANCH	1108 SE PORT ST. LUCIE BLVD	PORT SAINT LUCIE	FL	34952	ST. LUCIE	UNITED STATES	262131	33	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2495712	SEBASTIAN WALMART OFFICE	2001 U.S. HIGHWAY 1	SEBASTIAN	FL	32958	INDIAN RIVER	UNITED STATES	181127	29	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2662493	SEBASTIAN WEST BRANCH	1110 ROSELAND ROAD	SEBASTIAN	FL	32958	INDIAN RIVER	UNITED STATES	181131	36	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2634687	BANK EXPRESS BRANCH	815 COLORADO AVENUE	STUART	FL	34994	MARTIN	UNITED STATES	Not Required	Not Required	SEACOAST NATIONAL BANK	34537	
OK		Full Service	38731	COVE ROAD BRANCH	5755 SOUTHEAST US 1	STUART	FL	34997	MARTIN	UNITED STATES	181117	5	SEACOAST NATIONAL BANK	34537	
OK		Full Service	625533	SOUTH EAST OCEAN BRANCH	2081 SOUTHEAST OCEAN BLVD	STUART	FL	34996	MARTIN	UNITED STATES	14705	26	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1188062	WEDGEWOOD BRANCH	3200 SW FEDERAL HIGHWAY	STUART	FL	34997	MARTIN	UNITED STATES	181121	10	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3163018	TEQUESTA BRANCH	710 NORTH U.S. HIGHWAY 1	TEQUESTA	FL	33469	PALM BEACH	UNITED STATES	366141	42	SEACOAST NATIONAL BANK	34537	
OK		Full Service	3317147	VERO S.R. 60 WEST BRANCH	6030 20TH STREET	VERO BEACH	FL	32966	INDIAN RIVER	UNITED STATES	282121	47	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2019949	CARDINAL BRANCH	2940 CARDINAL DRIVE	VERO BEACH	FL	32963	INDIAN RIVER	UNITED STATES	181124	23	SEACOAST NATIONAL BANK	34537	
OK		Full Service	2569912	SOUTH VERO SQUARE OFFICE	752 SOUTH U.S. HIGHWAY 1	VERO BEACH	FL	32962	INDIAN RIVER	UNITED STATES	181129	34	SEACOAST NATIONAL BANK	34537	
OK		Full Service	1895744	VERO BEACH BRANCH	1206 US #1	VERO BEACH	FL	32965	INDIAN RIVER	UNITED STATES	286577	17	SEACOAST NATIONAL BANK	34537	

Form FR Y-6
CapGen Capital Group III LLC
Fiscal Year Ending December 31, 2013

Report Item 3: Securities Holders

(1) (a) Name	(1) (a) City	(1) (a) State	(1) (a) Country	(1) (b) Citizenship	(1) (c) Number of Securities	(1) (c) Percent of Voting Securities
Eugene Ludwig	Washington	DC	USA	USA	n/a - LLC membership interest	37.350%
Robert Goldstein	Westport	CT	USA	USA	n/a - LLC membership interest	22.350%
John Rose	Hermitage	PA	USA	USA	n/a - LLC membership interest	22.350%
John Sullivan	Garden City	NY	USA	USA	n/a - LLC membership interest	10.000%

(2) (a) Name	(2) (a) City	(2) (a) State	(2) (a) Country	(2) (b) Citizenship	(2) (c) Number of Securities	(2) (c) Percent of Voting Securities
---------------------------	---------------------------	----------------------------	------------------------------	----------------------------------	---	---

n/a

**Form FR Y-6
CapGen Capital Group III LP
Fiscal Year Ending December 31, 2013**

Report Item 3: Securities Holders

(1) (a) Name	(1) (a) City	(1) (a) State	(1) (a) Country	(1) (b) Citizenship	(1) (c) Number of Securities	(1) (c) Percent of Voting Securities
Eugene Ludwig through CapGen Capital Group III LLC	Washington	DC	USA	USA	Cumulatively 2.029%	Cumulatively 100%
Robert Goldstein through CapGen Capital Group III LLC	Westport	CT	USA	USA	Cumulatively 2.029%	Cumulatively 100%
John Rose through CapGen Capital Group III LLC	Hermitage	PA	USA	USA	Cumulatively 2.029%	Cumulatively 100%
John Sullivan through CapGen Capital Group III LLC	Garden City	NY	USA	USA	Cumulatively 2.029%	Cumulatively 100%

(2) (a) Name	(2) (a) City	(2) (a) State	(2) (a) Country	(2) (b) Citizenship	(2) (c) Number of Securities	(2) (c) Percent of Voting Securities
--------------------	--------------------	---------------------	-----------------------	---------------------------	------------------------------------	--

n/a

Form FR Y-6
Seacoast Banking Corporation of Florida
Fiscal Year Ending December 31, 2013

Report Item 3: Securities Holders

The following table sets forth information regarding the number and percentage of shares of Common Stock held by all persons and entities known by the Company to beneficially own 5% or more of the Company's outstanding Common Stock. The information regarding beneficial ownership of Common Stock by the entity identified below is included in reliance on a report filed by the entity with the SEC, except that the percentage is based upon the Company's calculations made in reliance upon the number of shares reported to be beneficially owned by the entity in such report and the number of shares of common stock outstanding on December 31, 2013.

(1) (a) Name	(1) (a) City	(1) (a) State	(1) (a) Country	(1) (b) Citizenship	(1) (c) Number of Securities	(1) (c) Percent of Voting Securities
Thomas K. Brown (1)	New York	NY	USA		1,740,575.00	7.364%
CapGen Capital Group III LP	New York	NY	USA		3,143,173.00	13.297%
Second Curve Capital, LLC (1)	New York	NY	USA		1,740,575.00	7.364%
Wellington Management Company, LLP (2)	Boston	MA	USA		1,224,230.00	5.179%

(2) (a) Name	(2) (a) City	(2) (a) State	(2) (a) Country	(2) (b) Citizenship	(2) (c) Number of Securities	(2) (c) Percent of Voting Securities
n/a						

(1) According to a Schedule 13G/A filed jointly by Second Curve Capital, LLC ("Second Curve") and Thomas K. Brown on January 17, 2014, Second Curve and Mr. Brown have shared voting and dispositive power with respect to 1,637,243 shares of the Company's Common Stock. The Schedule 13G/A provides that Second Curve is an investment adviser, and a parent holding company or control person. In addition, the Schedule 13G/A indicates that the shares of common stock listed on the Schedule 13G/A are owned of record by advisory clients of Second Curve and Mr. Brown, and that none of these clients is known to own more than 5% of the Company's Common Stock. The Schedule 13G/A also reports that Mr. Brown disclaims beneficial ownership of the Company's Common Stock reported in the Schedule 13G/A except to the extent of his pecuniary interest therein.

(2) According to a Schedule 13G filed by Wellington Management Company, LLP ("Wellington") on February 14, 2014, Wellington has shared voting and dispositive power with respect to 2,224,231 shares of the Company's Common Stock. The Schedule 13G provides that Wellington is an investment adviser and that the shares of common stock listed on the Schedule 13G are owned of record by clients of Wellington. In addition, Wellington reported that these clients have the right to receive, or the power to direct the receipt of, dividends from, or the proceeds from the sale of, these shares of Common Stock, and that none of these clients is known to have these rights or powers with respect to more than 5% of the Company's Common Stock.

Form FR Y-6
 CapGen Capital Group III LLC
 Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if Other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include Names of Subsidiaries)	Title & Position Other Businesses (Include Names of Other Businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include Names of Subsidiaries)	List Names of Other Companies (Includes Partnerships) if 25% or More of Voting Securities are Held (List Names of Companies and Percentage of Voting Securities Held)
Robert Goldstein Westport, CT USA	Principal, CapGen Capital Advisers, LLC	Principal	n/a	Director & Chairman - BANKshares (and its banking subsidiary, BankFIRST) Director - Seacoast Banking Corporation of Florida (and its banking subsidiary, Seacoast National Bank) Director - Palmetto Bancshares (and its banking subsidiary, Palmetto Bank) Director - Hampton Roads Bankshares Director - FNB Corporation	22.350%	None	None
Eugene Ludwig Washington, DC USA	Managing Member & Principal, CapGen Capital Advisers, LLC	Managing Member & Principal	n/a	See Attached	37.350%	None	See Attached
John Rose Hermitage, PA USA	Principal, CapGen Capital Advisers, LLC	Principal	Director - PacWest Bancorp	Director - Jacksonville Bancorp (and its banking subsidiary, The Jacksonville Bank) Director - McAllen Capital Partners Director - White River Capital Corp. Director - FNB Corporation	22.350%	None	None
John Sullivan Garden City, NY USA	Managing Director, CapGen Capital Advisers, LLC	Managing Director	n/a	Director - Palmetto Bancshares (and its banking subsidiary, Palmetto Bank) Director - Jacksonville Bancorp (and its banking subsidiary, The Jacksonville Bank)	10.000%	None	None
John Caughey Stewart Manor, NY USA	Chief Financial Officer, CapGen Capital Advisers, LLC	Chief Financial Officer	n/a	Director - Director - Helen Keller Services for the Blind	0.500%	None	None

Form FR Y-6
 CapGen Capital Group III LP
 Fiscal Year Ending December 31, 2013

Report Item 4: Insiders

(1)	(2)	(3)(a)	(3)(b)	(3)(c)	(4)(a)	(4)(b)	(4)(c)
Name & Address (City, State, Country)	Principal Occupation if Other than with Bank Holding Company	Title & Position with Bank Holding Company	Title & Position with Subsidiaries (Include Names of Subsidiaries)	Title & Position Other Businesses (Include Names of Other Businesses)	Percentage of Voting Shares in Bank Holding Company	Percentage of Voting Shares in Subsidiaries (Include Names of Subsidiaries)	List Names of Other Companies (Includes Partnerships) if 25% or More of Voting Securities are Held (List Names of Companies and Percentage of Voting Securities Held)
Robert Goldstein Westport, CT USA	Principal, CapGen Capital Advisers, LLC	Principal	n/a	Director & Chairman - BANKshares (and its banking subsidiary, BankFIRST) Director - Seacoast Banking Corporation of Florida (and its banking subsidiary, Seacoast National Bank) Director - Palmetto Bancshares (and its banking subsidiary, Palmetto Bank) Director - Hampton Roads Bankshares Director - FNB Corporation	22.350%	None	None
Eugene Ludwig Washington, DC USA	Managing Member & Principal, CapGen Capital Advisers, LLC	Managing Member & Principal	n/a	See Attached	37.350%	None	See Attached
John Rose Hermitage, PA USA	Principal, CapGen Capital Advisers, LLC	Principal	Director - PacWest Bancorp	Director - Jacksonville Bancorp (and its banking subsidiary, The Jacksonville Bank) Director - McAllen Capital Partners Director - White River Capital Corp. Director - FNB Corporation	22.350%	None	None
John Sullivan Garden City, NY USA	Managing Director, CapGen Capital Advisers, LLC	Managing Director	n/a	Director - Palmetto Bancshares (and its banking subsidiary, Palmetto Bank) Director - Jacksonville Bancorp (and its banking subsidiary, The Jacksonville Bank)	10.000%	None	None
John Caughey Stewart Manor, NY USA	Chief Financial Officer, CapGen Capital Advisers, LLC	Chief Financial Officer	n/a	Director - Director - Helen Keller Services for the Blind	0.500%	None	None

CURRENT BUSINESS COMMITMENTS FOR EUGENE A. LUDWIG

As of 06/30/2013

Firm/Company	Title	Date	Relationship	Permanent Address	Principal Business of Company	Employee/Non-Employee (& Dates field IF employee)
Ludwig & Associates, PLLC	Managing Member	12/17/04 - present	100% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011	Unnecessary	Law Firm	Non-Employee
Ludwig Enterprises, LLC	Managing Member	04/25/2012 - present	100% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011	801 17th Street NW Suite 1100 Washington, DC 20006	Business Consulting Services	Non-Employee
Ludwig Family Investments, LLC	Managing Member	08/09/02 - present	99% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011	Unnecessary	Family Office	Non-Employee
Ludwig Family Foundation Inc., The	Director, President & Treasurer	11/12/2002 - present		Unnecessary	Charitable Contributions	Non-Employee
University of Oxford Vice Chancellor's Circle	Member	05/2012 - present	<i>Non Carried Interest</i>	Unnecessary	Educational Philanthropy	Non-Employee
New America Foundation Committee for a Responsible Federal Budget's CEO Fiscal Leadership Council	Member	05/2012 - present	<i>Non Carried Interest</i>	Unnecessary	Fiscal education	Non-Employee
National Academy Foundation	Secretary	09/1998 - present	<i>Non Carried Interest</i>	Unnecessary	Leadership Development	Non-Employee
United States Advisory Board of BTMU U.S. Holdings	Lead Advisor	05/03/2011 - present	<i>Non Carried Interest</i>	Unnecessary	Financial Services	Non-Employee

CURRENT BUSINESS COMMITMENTS FOR EUGENE A. LUDWIG
As of 05/10/2013

Firm/Company	Title	Date	Relationship	Permanent Address	Principal Business of Company	Employee/Non-Employee (& Dates held IF employee)
Promontory Capital Group, LLC	Managing Member	04/26/00 - present	100% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011	801 17th Street NW Suite 1100 Washington, DC 20006	Non-Operating Company (being considered for dissolution)	Non-Employee
Promontory Compliance Solutions, LLC	Chairman & CEO	01/21/05 - present	60% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011	801 17th Street NW Suite 1100 Washington, DC 20006	Financial Technology Solutions	Non-Employee
Promontory Financial Group, LLC	CEO & Manager	10/20/99 - present	99% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011 subject to sharing net revenues with key persons	801 17th Street NW Suite 1100 Washington, DC 20006	Financial and Regulatory Advisory Services	Non-Employee
Promontory Financial Global Services Japan, LLC	Chairman	08/09/04 - present (CEO 10/20/05 - 09/07/06)	100% Indirect Ownership Interest (Entity wholly-owned by Promontory Financial Group, LLC)	Teikoku Hotel Tower 9F 1-1-1, Uchisiwaicho Chiyoda-ku, Tokyo 100-0011	Financial and Regulatory Advisory Services	Non-Employee
Promontory Group, LLC	Managing Member	12/15/03 - present	100% Ownership Interest EAL, Trustee of EAL Trust U/A dated August 26, 2011 (No active business)	801 17th Street NW Suite 1100 Washington, DC 20006	Oversight of Promontory Group of Companies	Non-Employee

SEACOAST BANKING CORPORATION OF FLORIDA (“SEACOAST”)

Fiscal Year Ending December 31, 2013

(1) Name and Address	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries (Name)	(3)(c) Title & Position with Other Businesses (Name)	(4)(a) Bank Holding Co. Shares Beneficially Owned		(4)(b) Subsidi- ary Shares Benefic- ially Owned	(4)(c) Other Business/Company if the individual holds 25% or more	
					%	%	Name	%	
Dennis J. Arczynski Palm City, FL 34990 (USA)	Risk management and banking consultant with Dennis Arczynski and Company, LLC	Director (Class II), elected Sept. 2013	Director of Seacoast National Bank	Principal of Dennis Arczynski and Company, LLC	20.026	<1.0	None	Dennis Arczynski and Company, LLC	100
Stephen E. Bohner Sewalls Point, FL 34996 (USA)	President and owner of Premier Realty Group, a real estate company located in Sewalls Point, Florida	Director (Class III)	Director of Seacoast National Bank	President and owner of Premier Realty Group, Inc., a real estate company located in Sewalls Point, Florida. President and owner of Premier Realty Referral Associates.	20,985	<1.0	None	Premier Realty Group, Inc. Premier Realty Referral Associates	100 100
John H. Crane Stuart, FL 34995-1666 (USA)	Retired	Retired as Director in July 2013	Director of Seacoast National Bank	N/A	7,259	<1.0	None	None	--
T. Michael Crook Stuart, FL 34996 (USA)	Certified public accountant, principal, shareholder and director with the public accounting firm of Proctor, Crook, Crowder, & Fogal CPA, P.A., located in Stuart, Florida.	Director (Class III)	Director of Seacoast National Bank	Director, certified public accountant, principal shareholder and Treasurer with the public accounting firm of Proctor, Crook, Crowder & Fogal, CPA, P.A., located in Stuart, Florida. Partner with Proctor, Crook JV, a commercial real estate investment firm.	54,482	<1.0	None	Proctor, Crook JV	50

(1) Name and Address	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries (Name)	(3)(c) Title & Position with Other Businesses (Name)	(4)(a) Bank Holding Co. Shares Beneficially Owned		(4)(b) Subsidiary Shares Beneficially Owned	(4)(c) Other Business/Company if the individual holds 25% or more	
					%	%		Name	%
H. Gilbert Culbreth, Jr. Okeechobee, FL 34973 (USA)	President, CEO and owner of Gilbert Chevrolet, an automobile dealership in Okeechobee, Florida	Director (Class I)	Director of Seacoast National Bank	President and CEO of Gilbert Chevrolet, Co., Inc.; President of Gil's Auto Center, Inc., Gilbert Culbreth Investments, Inc., Culbreth Realty, Inc., 216 Realty, LLC, Parrott Investments, Inc., Gilbert Aviation, Inc., Gilbert Oil Company, Inc., Parrott, Inc., Gilbert Trucking, Inc., Gilbert Cattle Co., LLC, GTAC Reinsurance LTD, Culbreth Holdings, LLC, 3550 Realty LLC, 303 Realty, LLC and Grace Marine LLC. Manager of GC Automotive, LLC and Gilbert Ford, LLC.	52,000	<1.0	None	Gilbert Chevrolet Co. Inc.	85
								Gil's Auto Center, Inc. *	100
								Gilbert Culbreth Investments, Inc.	100
								Gil Culbreth Realtor	100
								Culbreth Realty, Inc.	100
								216 Realty, LLC	100
								Parrott Investments, Inc. *	100
								Culbreth Holdings, LLC *	100
								3550 Realty LLC *	100
								Grace Marine, LLC	100
								Gilbert Aviation, Inc.	100
								303 Realty, LLC*	100
								Gilbert Oil Company, Inc.	100
								Parrott, Inc.	100
								Gilbert Trucking, Inc.	100
GTAC Reinsurance Ltd.	100								
GC Automotive, LLC	100								
Gilbert Ford, LLC	100								
Gilbert Cattle Company LLC	100								
								*total of his personal interest and interest as trustee	
Julie H. Daum North Palm Beach, FL 33408 (USA)	Senior director of Spencer Stuart, a privately-held global executive search firm, and co-head of their North American Board and CEO Practice	Director (Class III), elected October 2013	Director of Seacoast National Bank	Senior director of Spencer Stuart, a privately-held global executive search firm, and co-head of their North American Board and CEO Practice	200	<1.0	None	None	--

(1) Name and Address	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries (Name)	(3)(c) Title & Position with Other Businesses (Name)	(4)(a) Bank Holding Co. Shares Beneficially Owned		(4)(b) Subsidiary Shares Beneficially Owned	(4)(c) Other Business/Company if the individual holds 25% or more	
					%	%		Name	%
Christopher E. Fogal Port St. Lucie, FL 34983 (USA)	Certified public accountant with the public accounting firm of Proctor, Crook, Crowder & Fogal CPA, and P.A., with offices in Stuart and Ft. Pierce, Florida.	Director (Class I)	Director of Seacoast National Bank	Certified public accountant and shareholder of Proctor, Crook, Crowder & Fogal, CPA, P.A.; Partner in Donovan-Fogal Partnership, Rhyant-Fogal Partnership, and PRIMAFL LLC, all of which are real estate rental entities; Shareholder of Tsunami Management LLC and Enchanted Wind SRL.	14,917	<1.0	None	Donovan-Fogal	
								Partnership	50
								Rhyant-Fogal Partnership	50
								PRIMAFL, LLC	30
								DIMAMAFO	75
								Tsunami Management LLC	50
Enchanted Wind SRL	100								
True Friends Enterprises LLC	50								
Roger O. Goldman Palm Beach Gardens, FL 33410 (USA)	Managing Partner, Berkshire Opportunity Management, Inc., Lenox, MA, a firm that provides financing and mentoring for small businesses in the Northeast.	Director (Class II) & independent Lead Director	Director of Seacoast National Bank (SNB)	Managing Partner and President of Berkshire Opportunity Management, Lenox, MA, a firm that provides mezzanine financing and mentoring for small businesses in the Northeast; Director of American Express Bank FSB, located in Salt Lake City, Utah.	42,652	<1.0	None	Berkshire Opportunity	
								Management, Inc.	100
								Goldman Family Farm	100
Robert B. Goldstein Westport, CT 06880 (USA)	Principal of CapGen Capital Advisors LLC, New York, New York, a private equity fund formed in 2007.	Director (Class I)	Director of Seacoast National Bank (SNB)	Principal of CapGen Capital Advisors LLC; Director of FNB Corporation and Hampton Roads Bankshares; Lead Director of Palmetto Bancshares, Inc. and director of its banking subsidiary, Palmetto Bank; Chairman of the Board of Directors of THE BANKshares, Inc. and a director of its banking subsidiary, BankFIRST.	3,143,173	13.30	None	THE BANKshares, Inc.	38.70
								Palmetto Bancshares, Inc.	44.95
Dale M. Hudson Stuart, FL 34996 (USA)	Retired Chairman of Seacoast	Director (Class I)	Director of Seacoast National Bank (SNB); Director of South Branch (Subsidiary of SNB)	N/A	370,265	1.57	None	None	--

(1) Name and Address	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries (Name)	(3)c Title & Position with Other Businesses (Name)	(4)(a) Bank Holding Co. Shares Beneficially Owned		(4)(b) Subsid- iary Shares Benefi- c-ially Owned		(4)c Other Business/Company if the individual holds 25% or more	
					%	%	Name	%		
Dennis S. Hudson, Jr. Stuart, FL 34996 (USA)	Retired Chairman of Seacoast	Director (Class II)	Director of Seacoast National Bank	N/A	313,585	1.3	None	None		--
Dennis S. Hudson, III ⁽¹⁰⁾ Stuart, FL 34994 (USA)	Chairman and Chief Executive Officer of Seacoast & Seacoast National Bank (SNB)	Director (Class III), Chairman and Chief Executive Officer	Director, Chairman and Chief Executive Officer of SNB; Director of South Branch and FNB Insurance Services, Inc. (Subsidiaries of SNB); Administrator of SBCF Capital Trust I, SBCF Statutory Trust II, and SBCF Statutory Trust III (Subsidiaries of Seacoast)	Director of Chesapeake Utilities Corporation (ticker: CPK), a public gas and electric utilities company headquartered in Dover, Delaware.	315,943	1.4	None	None		--
Thomas E. Rossin West Palm Beach, FL 33411 (USA)	Practicing attorney in West Palm Beach, Florida with the firm of St. John Rossin Podesta Burr & Lemme, PLLC	Director (Class II)	Director	Owner of Thomas E. Rossin, Esq.	8,267	<1.0	None	Thomas E. Rossin, Esq.		100
Edwin E. Walpole, III Palm City, FL 34990 (USA)	President and director of Walpole Holding Inc., a trucking transportation company in Okeechobee, Florida which covers the Southeastern U.S.	Director (Class III)	Director of Seacoast National Bank	President and director of Walpole Holding Inc., a trucking transportation company in Okeechobee, Florida. President of Seminole Land Company, Trading Post & Farmers Market, Walpole Feed & Supply Co., and Fort Drum Corporation. Vice president and director of Walpole Leasing Corporation. Managing partner of Walpole West Coast Property Management.	87,919	<1.0	None	Walpole Holding Inc. Seminole Land Company Walpole Feed and Supply Co. Trading Post & Farmers Market Ft Drum Corporation Walpole Leasing Corp Inc.		49 100 48 100 25 42

(1) Name and Address	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title & Position with Bank Holding Co.	(3)(b) Title & Position with Subsidiaries (Name)	(3)c Title & Position with Other Businesses (Name)	(4)(a) Bank Holding Co. Shares Beneficially Owned		(4)(b) Subsidiary Shares Beneficially Owned	(4)c Other Business/ Company if the individual holds 25% or more	
					Number	%		Name	%
Maria G. Frias Ft. Pierce 34981 (USA)	Executive Vice President and Chief Risk Officer of Seacoast and Seacoast National Bank (SNB)	Executive Vice President and Chief Risk Officer	Executive Vice President and Chief Risk Officer of SNB	N/A	3,787	<1.0	None	None	--
William R. Hahl Boca Raton, FL 33486 (USA)	Executive Vice President and Chief Financial Officer of Seacoast and Seacoast National Bank (SNB)	Executive Vice President and Chief Financial Officer	Executive Vice President and Chief Financial Officer of SNB; Director of FNB Insurance Services, Inc., (Subsidiary of SNB); President & Treasurer of TC Property Venture, LLC (Subsidiary of SNB); Administrator of SBCF Capital Trust I, SBCF Statutory Trust II, and SBCF Statutory Trust III (Subsidiaries of Seacoast)	N/A	18,768	<1.0	None	Mainstreet Quilting	50
David D. Houdeshell	Executive Vice President and Chief Credit Officer of Seacoast National Bank (SNB)	Executive Vice President and Chief Credit Officer	Executive Vice President and Chief Credit Officer of SNB	N/A	1,000	<1.0	None	None	--