

EverBank Financial Corp
Form 4
November 16, 2016

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wilson William Blake

(Last) (First) (Middle)

501 RIVERSIDE AVENUE

(Street)

JACKSONVILLE, FL 32202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EverBank Financial Corp [EVER]

3. Date of Earliest Transaction
(Month/Day/Year)
11/14/2016

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)

President and COO

6. Individual or Joint/Group Filing(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 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)
			Code	V	Amount	(A) or (D) Price		
Common Stock, par value \$0.01 per share	11/14/2016		M		44,888	A \$ 7.8793	482,831	D
Common Stock, par value \$0.01 per share	11/14/2016		S		44,888	D \$ 19.3211 <u>(1)</u>	437,943	D
Common Stock, par	11/15/2016		M		30,112	A \$ 7.8793	468,055	D

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value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

11/15/2016

M

10,000

A

\$ 15.88

478,055

D

Common
Stock, par
value
\$0.01 per
share

11/15/2016

S

40,112

D

\$ 19.32
(2)

437,943

D

Common
Stock, par
value
\$0.01 per
share

11/16/2016

M

18,700

A

\$ 15.88

456,643

D

Common
Stock, par
value
\$0.01 per
share

11/16/2016

S

18,700

D

\$
19.3247
(3)

437,943

D

Common
Stock, par
value
\$0.01 per
share

09/22/2016

G

16,156

D

\$ 0

0

I

As Trustee
of the W.
Blake
Wilson
5-Year
Grantor
Retained
Annuity
Trust

Common
Stock, par
value
\$0.01 per
share

09/22/2016

G

16,156

A

\$ 0

27,133

I

Wilson
Family
Irrevocable
Trust

Common
Stock, par
value
\$0.01 per
share

09/22/2016

G

9,191

D

\$ 0

18,620

I

As Trustee
of the W.
Blake
Wilson
2012
2-Year
Grantor
Retained
Annuity
Trust

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Common Stock, par value \$0.01 per share	09/22/2016	G	9,191	A	\$ 0	36,324	I	Wilson Family Irrevocable Trust
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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 7.8793	11/14/2016		M		44,888		01/02/2009	01/02/2018	Common Stock, par value \$0.01 per share	75,000
Employee Stock Option (right to buy)	\$ 7.8793	11/15/2016		M		30,112		01/02/2009	01/02/2018	Common Stock, par value \$0.01 per share	30,112
Employee Stock Option (right to buy)	\$ 15.88	11/15/2016		M		10,000		07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	383,33
Employee Stock Option (right to buy)	\$ 15.88	11/16/2016		M		18,700		07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	373,33

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson William Blake 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202	X		President and COO	

Signatures

By: Jean-Marc Corredor as
Attorney-in-fact

11/16/2016

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.30 to \$19.35, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.31 to \$19.33, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.32 to \$19.33, inclusive. The reporting person undertakes to provide to EverBank Financial Corp, any security holder of EverBank Financial Corp, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.

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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