

## Seacoast Banking Corporation of Florida

### Stock Ownership Policy

**Objective:** The Company believes that it is good corporate practice for our directors and officers to own a meaningful ownership stake in the Company in order to:

- Focus our directors and executives on the long-term success of the Company by aligning their interests with our shareholders
- Discourage imprudent risk-taking by our executives
- Promote retention of our executives

This policy seeks to create guidelines that meet our objective of good governance while allowing our officers some flexibility to manage their personal financial affairs.

#### **Stock Ownership Guidelines:**

Each of the Company's senior officers and directors is expected to accumulate, and hold throughout their tenure, a target number of shares of Seacoast common stock having a value as described below, and retain a portion of the net after-tax shares received upon vesting or exercise of their equity awards as follows:

<i>Individual/Group</i>	<i>Stock Ownership Target</i>	<i>Holding Requirement</i>	
		<b>Before Ownership Target Met</b>	<b>After Ownership Target Met</b>
Chief Executive Officer	5 times annual base salary	75% of net shares until target number of shares is met	50% of net shares held for one year after vesting/exercise
Other Senior Executive Officers	3 times annual base salary		
Non-Employee Directors	3 times annual retainer		

Officers and directors may earn targeted ownership over time through equity plans approved by the Board or the Compensation and Governance Committee.

#### **Shares counted toward meeting the stock ownership guidelines:**

- Shares owned outright, directly or indirectly
- Restricted stock or restricted stock units not subject to attainment of stated performance goals, or performance-based awards that have already met the required performance

criteria (such shares may be subject to: i) time-based vesting, ii) forfeiture on other terms set by the Committee, or iii) restrictions on transferability);

- Shares or unitized share equivalents held in the Employee Stock Purchase Plan or Retirement Savings Plan;
- Deferred shares or deferred stock units held in a deferred compensation plan

**Shares that do not count toward meeting the stock ownership guidelines:**

- Unexercised stock options or stock appreciation rights (SARs)
- Unearned performance-based restricted stock or units (shares based upon the attainment of stated performance goals for which the performance criteria has not yet been met, including qualified performance-based awards under Code section 162(m))
- Pledged shares

**Accumulation Period:**

Officers and directors are expected to accumulate the stock ownership target within four years from appointment or promotion to the position.

**Holding Requirements:**

**Pre-Target Holding Requirement:**

Officers and directors are required to retain 75% of the restricted stock, restricted stock units and option awards they receive/exercise, net of shares withheld for taxes or payment of exercise price, until they reach the stock ownership target.

**Post-Target Holding Requirement:**

Once an officer or director meets the stock ownership requirement, he/she must retain 50% of the restricted stock, restricted stock units and option awards he/she receives/exercises, net of shares withheld for taxes or payment of exercise price, for at least one year after the stock option exercise or restricted stock or restricted stock unit vests.

**Exceptions/Hardship Provision:**

The Company recognizes that share prices of all companies are subject to market volatility, and that events in an officer's or director's life may impact his or her ability to fulfill the stock ownership or retention requirements. The Committee, in its discretion, may determine the appropriate hardship relief, if any, for non-compliance with the stock ownership policy.