

EverBank Financial Corp  
Form 4  
November 15, 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 \*  
Surface John S

(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)  
11/11/2016

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify  
below)

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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)
Common Stock, par value \$0.01 per share	11/11/2016		M	79,377 A \$ 8.55	308,736	D	
Common Stock, par value \$0.01 per share	11/11/2016		S	79,377 D \$ 19.33	229,359	D	
Common Stock, par	11/14/2016		M	28,179 A \$ 8.55	257,498	D	

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value  
\$0.01 per  
share

Common  
Stock, par  
value 11/14/2016  
\$0.01 per  
share

S	28,179	D	\$ 19.3379 (1)	229,359	D
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Common  
Stock, par  
value 11/15/2016  
\$0.01 per  
share

M	300,000	A	\$ 11.5459 (2)	529,359	D
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Common  
Stock, par  
value 11/15/2016  
\$0.01 per  
share

S	300,000	D	\$ 19.3045 (3)	229,359	D
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Common  
Stock, par  
value 11/15/2016  
\$0.01 per  
share

M	13,666	A	\$ 13.21	243,025	D
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Common  
Stock, par  
value 11/15/2016  
\$0.01 per  
share

S	13,666	D	\$ 19.3303 (4)	229,359	D
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Common  
Stock, par  
value  
\$0.01 per  
share

19,257 I

Held  
through the  
reporting  
person's  
relationship  
with Surface  
Investment  
Partnership,  
Ltd.

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)

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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)	\$ 8.55	11/11/2016		M		79,377		07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	110,0
Employee Stock Option (right to buy)	\$ 8.55	11/14/2016		M		28,179		07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	30,60
Employee Stock Option (right to buy)	\$ 8.55	11/15/2016		M		2,484		07/21/2010	07/20/2018	Common Stock, par value \$0.01 per share	2,48
Employee Stock Option (right to buy)	\$ 10.55	11/15/2016		M		183,333		07/21/2011	07/20/2018	Common Stock, par value \$0.01 per share	183,3
Employee Stock Option (right to buy)	\$ 13.21	11/15/2016		M		114,183		07/21/2012	07/20/2018	Common Stock, par value \$0.01 per share	146,6
Employee Stock Option (right to buy)	\$ 13.21	11/15/2016		M		13,666		07/21/2012	07/20/2018	Common Stock, par value \$0.01 per share	32,40

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Surface John S 501 RIVERSIDE AVENUE	Executive Vice President

JACKSONVILLE, FL 32202

## Signatures

By: Jean-Marc Corredor as Attorney  
in Fact

11/15/2016

\_\_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 \$19.33 to \$19.36, 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 exercise price reported in Column 4 is a weighted average price. These shares were exercised from multiple option grants at prices ranging from \$8.55, 10.55 and \$13.21.

(3) 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 \$19.33, 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.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.33 to \$19.335, 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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