

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-09** | Period of Report: **2013-01-07**
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REPORTING OWNER

Wilson William Blake

CIK: **1546517**

Type: **4** | Act: **34** | File No.: **001-35533** | Film No.: **13521343**

Mailing Address
C/O EVERBANK FINANCIAL
CORP
501 RIVERSIDE AVENUE
JACKSONVILLE FL 32202

ISSUER

EverBank Financial Corp

CIK: **1502749** | IRS No.: **900615674** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **6035** Savings institution, federally chartered

Mailing Address
501 RIVERSIDE AVENUE,
12TH FLOOR
JACKSONVILLE FL 32202

Business Address
501 RIVERSIDE AVENUE,
12TH FLOOR
JACKSONVILLE FL 32202
(904) 281-6000

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Wilson William Blake			2. Issuer Name and Ticker or Trading Symbol EverBank Financial Corp [EVER]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and COO	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/07/2013			
501 RIVERSIDE AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(Street)						
JACKSONVILLE, FL 32202						
(City)	(State)	(Zip)				

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	01/07/2013		<u>M</u>		15,000	A	\$8.55	400,705	D	
Common Stock, par value \$0.01 per share	01/07/2013		<u>S</u> ⁽¹⁾		15,000	D	\$14.5863 ⁽²⁾	385,705	D	
Common Stock, par value \$0.01 per share	01/08/2013		<u>M</u>		15,000	A	\$8.55	400,705	D	
Common Stock, par value \$0.01 per share	01/08/2013		<u>S</u> ⁽¹⁾		15,000	D	\$14.5618 ⁽³⁾	385,705	D	
Common Stock, par value \$0.01 per share								10,977	I	Wilson Family Irrevocable Trust
Common Stock, par value \$0.01 per share								65,875	I	As Trustee of the W. Blake Wilson 5-Year Grantor Retained Annuity Trust
Common Stock, par value \$0.01 per share								49,090	I	As Trustee of the W. Blake Wilson 2012 2-Year Grantor Retained Annuity Trust

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Day/ Year)	of (D) (Instr. 3, 4, and 5)				Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
			Code	V	(A)	(D)							
Common Stock Option (right to buy)	\$8.55	01/07/2013	<u>M</u>			15,000	07/21/2009	07/20/2013	Common Stock	15,000	\$ 0	330,000	D
Common Stock Option (right to buy)	\$8.55	01/08/2013	<u>M</u>			15,000	07/21/2009	07/20/2013	Common Stock	15,000	\$ 0	315,000	D

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2012.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$14.38 to 14.88, 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 \$14.48 to 14.645, 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.

Signatures

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

** Signature of Reporting Person

01/09/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.