EverBank Financial Corp Form 4

November 26, 2014 **FORM 4**

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

OMB Number: 3235-0287

burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

EverBank Financial Corp [EVER]

Symbol

1(b).

value \$0.01

per share

(Print or Type Responses)

Clements Robert M

1. Name and Address of Reporting Person *

| | | EverBa | EverBank Financial Corp [EVER] | | | R] | (Check all applicable) | | | |
|---|--|---|--|--|--------------------|---|--|--|---|--|
| (Last) | (First) (I | fiddle) 3. Date of Earliest Transaction | | | (Check an appread) | | | | | |
| 501 RIVERSIDE AVENUE | | | (Month/Day/Year) 11/26/2014 | | | _X_ Director 10% Owner _X_ Officer (give title Other (specify below) Chairman and CEO | | | | |
| (Street) | | Filed(Mor | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | |
| JACKSONVILLE, FL 32202 | | 2 | | | | | Person | | | |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | lly Owned | | |
| 1.Title of Security (Instr. 3) Common Stock, par value \$0.01 per share | 2. Transaction Date (Month/Day/Year) 11/26/2014 | | 3. Transactic Code (Instr. 8) Code V | 4. Securit or(A) or Dis (D) (Instr. 3, 4) Amount | sposed | of | 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 | l | | | | | | 996,675 (1) (2) | I | By wife, Ann H. Clements | |
| Common Stock, par | | | | | | | 70,404 | I | As custodian | |

on behalf

of his three

children

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Titl | e and | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|----------------------------------|---------|----------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | ionNumber | Expiration D | ate | Amou | nt of | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ities | (Instr. 5) |
| | Derivative | | • | | Securities | 3 | | (Instr. | 3 and 4) | |
| | Security | | | | Acquired | | | | , | |
| | | | | | (A) or | | | | | |
| | | | | | Disposed | | | | | |
| | | | | | of (D) | | | | | |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | | 4, and 3) | | | | | |
| | | | | | | | | | Amount | |
| | | | | | | Data | Evaluation | | or | |
| | | | | | | Date | Date Expiration Exercisable Date | Title | Number | |
| | | | | | | Exercisable | | | of | |
| | | | | Code V | (A) (D) | | | | Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|------------------|-------|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | |
| Clements Robert M 501 RIVERSIDE AVENUE JACKSONVILLE, FL 32202 | X | | Chairman and CEO | | | | |
| 0: | | | | | | | |

Signatures

by: Jean-Marc Corredor as Attorney-in-Fact 11/26/2014 **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) Includes 199,980 shares held by the reporting person's wife, Ann H. Clements, as custodian on behalf of three children.
- The reporting person does not have any voting or dispositive power over and disclaims beneficial ownership of these securities, and this (2) report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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

Reporting Owners 2

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