

Clements Robert M  
 Form 3  
 May 02, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â Clements Robert M

(Last) (First) (Middle)

C/O EVERBANK FINANCIAL CORP,Â 501 RIVERSIDE AVENUE

(Street)

JACKSONVILLE,Â FLÂ 32202

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

05/02/2012

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner

Officer  Other

(give title below) (specify below)

Chairman of the Board and CEO

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

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 Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock, par value \$0.01 per share

2,182,552

D

Â

Common Stock, par value \$0.01 per share

917,583 <sup>(1)</sup> <sup>(2)</sup>

I

By wife, Ann H. Clements

Common Stock, par value \$0.01 per share

252,559 <sup>(2)</sup>

I

By wife, Ann H. Clements, as Trustee of the Robert M. Clements 2010 Grantor Retained Annuity Trust

Common Stock, par value \$0.01 per share

197,505 <sup>(2)</sup>

I

By wife, Ann H. Clements, as Trustee of the Robert M. Clements Children?s Trust

Common Stock, par value \$0.01 per share

98,327

I

As custodian on behalf of his four children

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) |                                  | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial<br>Ownership<br>(Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
|   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount or<br>Number of<br>Shares |  |  |  |
| Common Stock Option<br>(right to buy)         | 02/01/2005   | 02/01/2015         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 56,250                           | \$ 5.33  | D  | Â  |
| Common Stock Option<br>(right to buy)         | 02/01/2006   | 02/01/2015         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 56,250                           | \$ 5.33  | D  | Â  |
| Common Stock Option<br>(right to buy)         | 02/01/2007   | 02/01/2015         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 56,250                           | \$ 5.33  | D  | Â  |
| Common Stock Option<br>(right to buy)         | 02/01/2008   | 02/01/2015         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 56,250                           | \$ 5.33  | D  | Â  |
| Common Stock Option<br>(right to buy)         | 07/21/2009   | 07/20/2018         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 375,000                          | \$ 8.55  | D  | Â  |
| Common Stock Option<br>(right to buy)         | 07/21/2010   | 07/20/2018         | Common<br>Stock, par<br>value<br>\$0.01 per<br>share                                 | 25,005                           | \$ 8.55  | D  | Â  |
| Common Stock Option                           | 07/21/2010   | 07/20/2018         | Common   | 124,995                          | \$ 10.55   | D  | Â  |

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|                                    |            |            |  |         |          |   |   |
|------------------------------------|------------|------------|--|---------|----------|---|---|
| (right to buy)                     |            |            | Stock, par value \$0.01 per share        |         |          |   |   |
| Common Stock Option (right to buy) | 07/21/2011 | 07/20/2018 | Common Stock, par value \$0.01 per share | 291,660 | \$ 13.21 | D | Â |
| Common Stock Option (right to buy) | 07/21/2011 | 07/20/2018 | Common Stock, par value \$0.01 per share | 83,340  | \$ 13.21 | D | Â |
| Common Stock Option (right to buy) | 07/21/2012 | 07/20/2018 | Common Stock, par value \$0.01 per share | 333,330 | \$ 13.21 | D | Â |
| Common Stock Option (right to buy) | 02/27/2015 | 02/27/2022 | Common Stock, par value \$0.01 per share | 126,459 | \$ 13.83 | D | Â |
| Common Stock Option (right to buy) | 07/21/2012 | 07/20/2018 | Common Stock, par value \$0.01 per share | 41,670  | \$ 15.88 | D | Â |
| Common Stock Option (right to buy) | 07/21/2013 | 07/20/2018 | Common Stock, par value \$0.01 per share | 375,000 | \$ 15.88 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| Clements Robert M<br>C/O EVERBANK FINANCIAL CORP<br>501 RIVERSIDE AVENUE<br>JACKSONVILLE, FL 32202 | Â X           | Â         | Â Chairman of the Board and CEO | Â     |

## Signatures

/s/ Jean Marc Corredor as Attorney-in-Fact for Robert M.  
Clements

05/02/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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 120,888 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.

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