

TriState Capital Holdings, Inc.
Form 4
May 14, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lovell Minnick Partners LLC

(Last) (First) (Middle)

150 N. RADNOR CHESTER ROAD, SUITE A200

(Street)

RADNOR, PA 19087

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TriState Capital Holdings, Inc. [TSC]

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 05/14/2013 | | J ⁽¹⁾ | | 3,373,693 | A | \$ 0 (3) | 3,373,693 | I | By LM III TriState Holdings LLC ⁽⁴⁾ |
| Common Stock | 05/14/2013 | | J ⁽²⁾ | | 1,504,356 | A | \$ 0 (3) | 1,504,356 | I | By LM III-A TriState Holdings LLC ⁽⁵⁾ |

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

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(9-02)

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 of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Perpetual Convertible Preferred Stock, Series C | (3) | 05/14/2013 | | C | 33,763.927 | 08/10/2012 | (6) | Common Stock | 3,37 |
| Perpetual Convertible Preferred Stock, Series C | (3) | 05/14/2013 | | C | 15,043.561 | 08/10/2012 | (6) | Common Stock | 1,50 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Lovell Minnick Partners LLC 150 N. RADNOR CHESTER ROAD, SUITE A200 RADNOR, PA 19087 | | | | X |

Signatures

/s/ Jennings J.
Newcom

05/14/2013

**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).

Shares of the issuer's common stock were acquired as a result of conversion of 33,763.927 shares of the issuer's Perpetual Convertible Preferred Stock, Series C ("Series C Preferred"), pursuant to an agreement entered into in connection with the closing of the initial public offering of the issuer (the "IPO") and the subscription and purchase of 0.3 shares of issuer's common stock from the issuer.

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- (2) Shares of the issuer's common stock were acquired as a result of conversion of 15,043,561 shares of the issuer's Series C Preferred pursuant to an agreement entered into in connection with the closing of the IPO.
- (3) The issuer's Series C Preferred was converted into shares of the issuer's common stock, with a conversion ratio of 100 shares of common stock for each share of Series C Preferred.
- (4) Lovell Minnick Partners LLC is the managing member of Fund III UGP LLC, which is, in turn, the general partner of Lovell Minnick Equity Advisors III, LP, which is, in turn, the general partner of Lovell Minnick Equity Partners III LP. Lovell Minnick Equity Partners III LP is the managing member of LM III TriState Holdings LLC. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of a pecuniary interest therein, if any.
- (5) Lovell Minnick Partners LLC is the managing member of Fund III UGP LLC, which is, in turn, the general partner of Lovell Minnick Equity Advisors III, LP, which is, in turn, the general partner of Lovell Minnick Equity Partners III-A LP. Lovell Minnick Equity Partners III-A LP is the managing member of LM III-A TriState Holdings LLC. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of a pecuniary interest therein, if any.
- (6) The issuer's Series C Preferred is perpetual and does not have an expiration date.

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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