

BRYN MAWR BANK CORP

Form 4

June 19, 2014

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gilbert Andrea F

(Last) (First) (Middle)

C/O BRYN MAWR
HOSPITAL, 130 SOUTH BRYN
MAWR AVENUE

(Street)

BRYN MAWR, PA 19010

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
BRYN MAWR BANK CORP
[BMTC]

3. Date of Earliest Transaction
(Month/Day/Year)
06/19/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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 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. Code (Instr. 8)	4. Securities Acquired 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	06/19/2014		M	2,250	A \$ 22.68	13,987	D
Common Stock	06/19/2014		S	2,250	D \$ 28.343	11,647	D

(6)

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

**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 control**

SEC 1474
(9-02)

number.

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options to Purchase Common Stock	\$ 22.68	06/19/2014		M	2,250	07/01/2005 07/01/2014	Common Stock 2,250
Options to Purchase Common Stock <u>(1)</u>	\$ 18.91					05/12/2005 05/12/2015	Common Stock 3,500
Options to Purchase Common Stock <u>(1)</u>	\$ 21.21					12/12/2005 12/12/2015	Common Stock 3,500
Options to Purchase Common Stock <u>(3)</u>	\$ 22					08/29/2008 ⁽²⁾ 08/29/2017	Common Stock 3,500
Options to Purchase Common Stock <u>(3)</u>	\$ 24.27					08/18/2009 ⁽⁴⁾ 08/18/2018	Common Stock 3,500
Options to Purchase Common Stock <u>(3)</u>	\$ 18.27					08/21/2010 ⁽⁵⁾ 08/21/2019	Common Stock 4,475

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gilbert Andrea F C/O BRYN MAWR HOSPITAL 130 SOUTH BRYN MAWR AVENUE BRYN MAWR, PA 19010	X

Signatures

/s/ Diane McDonald, Attorney-in-Fact	06/19/2014
__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) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16-b.
 - (2) These options become exercisable over a five (5) year period in 20% increments starting on 8/29/2008 and on each 8/29 thereafter until the options are fully exercisable.
 - (3) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan.
 - (4) The options become exercisable over a five (5) year period in 20% increments starting on 8/18/2009 and on each 8/18 thereafter until the options are fully exercisable.
 - (5) These options become exercisable over a five (5) year period in 20% increments starting on 8/21/2010 and on each 8/21 thereafter until the options are fully exercisable.
 - (6) The breakdown of the sale is as follows: 100 shs. @ \$28.28, 250 shs. @ \$28.27, 964 shs. @ \$28.35, 631 shs. @ 28.3501, 100 shs. @ \$28.36, 5 shs. @ \$28.37, 200 shs. at \$28.40.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.