

Gilbert Andrea F
Form 4
August 14, 2018

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

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(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

722 CLARENDON ROAD

(Street)

PENN VALLEY, PA 19072

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
08/11/2018

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

☒ 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. Transaction 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/11/2018		M	67 A <u>11</u>	24,660	D	
Common Stock	08/12/2018		M	82 A <u>11</u>	24,742	D	
Common Stock	08/14/2018		M	3,500 A \$ 24.27	28,242	D	
Common Stock	08/14/2018		S	3,500 D \$ <u>(4)</u> 48.827	24,742	D	

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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	08/11/2018		M	67	<u>(2)</u> <u>(2)</u>	Common Stock 67
Restricted Stock Units	<u>(1)</u>	08/12/2018		M	82	<u>(3)</u> <u>(3)</u>	Common Stock 82
Options to purchase common stock	\$ 24.27	08/14/2018		M	3,500	08/18/2009 08/18/2018	Common Stock 3,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gilbert Andrea F 722 CLARENDON ROAD PENN VALLEY, PA 19072	X			

Signatures

/s/ Diane McDonald, as
Attorney-in-Fact

08/14/2018

 **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) Restricted stock units convert into common stock on a one-for-one basis.
- (2) On August 11, 2017, the reporting person was granted 202 restricted stock units subject to time-based vesting in three annual installments beginning on August 11, 2018.
- (3) On August 12, 2016, the reporting person was granted 247 restricted stock units subject to time-based vesting in three installments beginning on August 12, 2017.
- (4) The breakdown of the sale is as follows: 400 shares at \$48.90, 1,091 shares at \$48.85 and 2,009 shares at \$48.80.

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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