

BRYN MAWR BANK CORP

Form 4

August 18, 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 \*  
Lees David E

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/18/2014

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

MYCIO WEALTH  
PARTNERS, 2929 ARCH STREET,  
SUITE 650

(Street)

4. 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

PHILADELPHIA, PA 19104-7396

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 08/18/2014                              |                                                             | A                                       |                                                                            | 1,500                                                                                                              | A                                                                    | \$ 0 22,321                                                       |

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

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SEC 1474  
(9-02)

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

## Edgar Filing: BRYN MAWR BANK CORP - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)         | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. D<br>Se<br>(I |                                        |
|-------------------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|------------------|----------------------------------------|
|                                                             |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date Exercisable                                               | Expiration<br>Date                                                  | Title            | Amount<br>or<br>Number<br>of<br>Shares |
| Phantom<br>Stock                                            | \$ 0 <sup>(1)</sup>                                                   |                                         |                                                             |                                         |                                                                                                                       | <u>(1)</u>                                                     | <u>(1)</u>                                                          | Common<br>Stock  | 0                                      |
| Phantom<br>Stock                                            | \$ 0 <sup>(1)</sup>                                                   |                                         |                                                             |                                         |                                                                                                                       | <u>(1)</u>                                                     | <u>(1)</u>                                                          | Common<br>Stock  | 0                                      |
| Options<br>to<br>Purchase<br>Common<br>Stock <sup>(5)</sup> | \$ 22                                                                 |                                         |                                                             |                                         |                                                                                                                       | 08/29/2008 <sup>(4)</sup>                                      | 08/29/2017                                                          | Common<br>Stock  | 3,500                                  |
| Options<br>to<br>Purchase<br>Common<br>Stock <sup>(5)</sup> | \$ 24.27                                                              |                                         |                                                             |                                         |                                                                                                                       | 08/18/2009 <sup>(6)</sup>                                      | 08/18/2018                                                          | Common<br>Stock  | 3,500                                  |
| Options<br>to<br>Purchase<br>Common<br>Stock <sup>(5)</sup> | \$ 18.27                                                              |                                         |                                                             |                                         |                                                                                                                       | 08/21/2010 <sup>(7)</sup>                                      | 08/21/2019                                                          | Common<br>Stock  | 4,475                                  |

## Reporting Owners

| Reporting Owner Name / Address                                                                      | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                                     | Director      | 10% Owner | Officer | Other |
| Lees David E<br>MYCIO WEALTH PARTNERS<br>2929 ARCH STREET, SUITE 650<br>PHILADELPHIA, PA 19104-7396 | X             |           |         |       |

## Signatures

|                                         |            |
|-----------------------------------------|------------|
| /s/ Diane McDonald,<br>Attorney-in Fact | 08/18/2014 |
|-----------------------------------------|------------|

\_\_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) Each share of phantom stock is the economic equivalent of one share of common stock. The shares of phantom stock become payable, in cash, upon the reporting person's termination of service as a director.
- (2) Held in BMBC Deferred Comp. Plan for Directors.
- (3) Held in Bryn Mawr Trust Company Deferred Comp. Plan for Directors.
- (4) These options become exercisable over a five (5) year period in 20% increments starting on 8/29/08 and on each 8/29 thereafter until the options are fully exercisable.
- (5) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan.
- (6) 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.
- (7) The 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.

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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