

PETERS FREDERICK C II
Form 4
February 28, 2013

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 *
PETERS FREDERICK C II

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)

BRYN MAWR BANK
CORPORATION, 801
LANCASTER AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2013

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

BRYN MAWR, PA 19010

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

(City) (State) (Zip)

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)
				(A) or (D)			
			Code	V	Amount		Price

Common
Stock

14,700

I

175

I

The Bryn
Mawr Trust
Company
cust. IRA
of
Frederick
C. Peters II
Rollover
IRA

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Common Stock						Held in Spouse's IRA
Common Stock		3,440.877 ⁽¹⁰⁾	I			Held in 401 (k) Plan
Common Stock		27,425	D			

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)

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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security (Instr. 3 and 4)
Options to Purchase Common Stock <u>(2)</u>	\$ 20.47					04/23/2005 ⁽¹⁾	04/23/2014	Common Stock	24,000
Options to Purchase Common Stock <u>(3)</u>	\$ 18.91					05/12/2005	05/12/2015	Common Stock	30,000
Options to Purchase Common Stock <u>(3)</u>	\$ 21.21					12/12/2005	12/12/2015	Common Stock	24,000
Phantom Stock	\$ 22.66 <u>(4)</u>	02/28/2013		I	121.387	<u>(4)</u>	<u>(4)</u>	Common Stock	121,387
Options to Purchase Common	\$ 22					08/29/2008 ⁽⁶⁾	08/29/2017	Common Stock	18,000

Stock ⁽⁷⁾Options
to

Purchase \$ 24.27

08/18/2009⁽⁸⁾ 08/18/2018Common
Stock

18,

Common
Stock ⁽⁷⁾Options
to

Purchase \$ 18.27

08/21/2010⁽⁹⁾ 08/21/2019Common
Stock

23,

Common
Stock ⁽⁷⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETERS FREDERICK C II BRYN MAWR BANK CORPORATION 801 LANCASTER AVENUE BRYN MAWR, PA 19010	X		President and Chairman	

Signatures

Frederick C.
Peters II

02/28/2013

**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).
- (1) The vesting of these options was accelerated by the registrant and became fully vested as of June 16, 2005.
- (2) Acquired in a transaction exempt under Rule 16b-3
- (3) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16b-3.
- (4) 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 an employee.
- (5) Held in Bryn Mawr Trust Company Executive Officers Deferred Comp. Plan.
- (6) These options become exercisable over a five (5) year period in 20% increments starting on 08/29/2008 and on each 08/29 thereafter until the options are fully exercisable.
- (7) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan.
- (8) 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.
- (9) 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.
- (10) This information based on a plan statement dtd. 02/28/2013

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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