

TriState Capital Holdings, Inc.  
Form 4  
February 07, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**FARRELL MICHAEL J**

(Last) (First) (Middle)

**ONE OXFORD CENTRE, 301  
GRANT STREET, SUITE 2700**

(Street)

**PITTSBURGH, PA 15219**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/13/2013**

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. 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 Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 11.78	12/13/2013			A		6,000		06/13/2016 <sup>(1)</sup>	12/13/2023	Common Stock	6,000
Stock Options (Right to Buy)	\$ 9.32								06/30/2014 <sup>(2)</sup>	12/31/2021	Common Stock	6,000
Stock Options (Right to Buy)	\$ 8								06/30/2013 <sup>(3)</sup>	12/31/2020	Common Stock	6,000
Stock Options (Right to Buy)	\$ 10.25								06/30/2015 <sup>(4)</sup>	12/31/2022	Common Stock	6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARRELL MICHAEL J ONE OXFORD CENTRE 301 GRANT STREET, SUITE 2700 PITTSBURGH, PA 15219	X			

## Signatures

/s/ Keevican Weiss Bauerle & Hirsch LLC by David J. Hirsch,  
Attorney-in-Fact

12/13/2013

\*\*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) 3,000 of these options will vest and become exercisable on 6/13/2016, and the remainder will vest and become exercisable on 12/13/2018.

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- (2) 3,000 of these options will vest and become exercisable on or about 6/30/2014, and the remaining 3,000 options will vest and become exercisable on 12/31/2016.
- (3) 3,000 of these options vested and became exercisable on or about 06/30/2013, and the remaining 3,000 options will vest and become exercisable on 12/31/2015.
- (4) 3,000 of these options will vest and become exercisable on or about 6/30/2015, and the remaining 3,000 options will vest and become exercisable on 12/31/2017.

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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