

BRYN MAWR BANK CORP
 Form 4
 February 06, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
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)
108 BROWNING LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/06/2015

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

ROSEMONT, PA 19010

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/06/2015		M		30,000 A \$ 18.91	68,776	D
Common Stock	02/06/2015		S		30,000 D \$ 30.4217	38,776	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)

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

Table with 7 main columns: 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). Includes a row for 'Options to Purchase Common Stock' with details on price (\$18.91), date (02/06/2015), code (M), quantity (30,000), and dates (05/12/2005 to 05/12/2015).

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row for PETERS FREDERICK C II, 108 BROWNING LANE, ROSEMONT, PA 19010, with an 'X' in the 10% Owner column.

Signatures

/s/ Diane McDonald, Attorney-in-Fact, 02/06/2015
**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 breakdown of the sale is as follows: 2518 shs. @ \$30.30; 402 shs. @ \$30.31; 6206 shs. @ \$30.40; 4712 shs. @ \$30.4001; 2700 shs. @ \$30.41; 3100 shs. @ \$30.4101; 760 shs. @ \$30.42; 1000 shs. @ \$30.43; 100 shs. @ \$30.438; 100 shs. @ \$30.44; 100 shs. @ \$30.4425; 1200 shs. @ \$30.45; 300 shs. @ \$30.46; 240 shs. @ \$30.47; 200 shs. @ \$30.48; 28 shs. @ \$30.49; 699 shs. @ \$30.50; 2000 shs. @ \$30.5001; 1,000 shs. @ \$30.5101; 310 shs. @ \$30.52; 1900 shs. @ \$30.5201; 401 shs. @ \$30.55 and 24 shs. @ \$30.62

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.