

BRYN MAWR BANK CORP

Form 4

August 03, 2006

**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)  
08/02/2006

☒ 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<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. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5)<br><br>(A)<br>or<br>(D) | 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)                                       |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             | Code V                               | Amount                                                                                      | Price                                                                                                              |                                                                      | The Bryn<br>Mawr<br>Trust<br>Company<br>cust. IRA<br>of<br>Frederick<br>C. Peters II<br>Rollover<br>IRA |
|                                       |                                         |                                                             |                                      |                                                                                             | 13,250                                                                                                             | I                                                                    |                                                                                                         |

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|              |            |  |   |   |   |          |          |                      |                             |
|--------------|------------|--|---|---|---|----------|----------|----------------------|-----------------------------|
| Common Stock |            |  |   |   |   | 175      | I        | Held in Spouse's IRA |                             |
| Common Stock | 08/02/2006 |  | I | 1 | A | \$ 22.07 | 176.1    | I                    | Held in Deferred Bonus Plan |
| Common Stock |            |  |   |   |   |          | 2,866.32 | I                    | Held in 401 (k) Plan        |
| Common Stock |            |  |   |   |   |          | 21,025   | D                    |                             |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|-------------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|----------------------------|
|                                                 |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                         | Amount or Number of Shares |
| Options to Purchase Common Stock <sup>(6)</sup> | \$ 20.47                                               |                                      |                                                    |                                |                                                                                         | 04/23/2005 <sup>(1)</sup>                                | 04/23/2014                                                    | Common Stock                  | 24,000                     |
| Options to Purchase Common Stock <sup>(6)</sup> | \$ 12.45                                               |                                      |                                                    |                                |                                                                                         | 04/17/2002 <sup>(2)</sup>                                | 04/17/2011                                                    | Common Stock                  | 30,000                     |
| Options to Purchase                             | \$ 16.26                                               |                                      |                                                    |                                |                                                                                         | 04/16/2003 <sup>(3)</sup>                                | 04/16/2012                                                    | Common Stock                  | 20,000                     |

Common  
Stock (6)Options  
to

Purchase \$ 18.46

04/15/2004<sup>(4)</sup> 04/15/2013 Common Stock 20,000Common  
Stock (6)Options  
to

Purchase \$ 17.85

05/16/2004<sup>(5)</sup> 05/16/2013 Common Stock 4,000Common  
Stock (6)Options  
to

Purchase \$ 18.91

05/12/2005 05/12/2015 Common Stock 30,000

Common  
Stock (7)Options  
to

Purchase \$ 21.21

12/12/2005 12/12/2015 Common Stock 24,000

Common  
Stock (7)

## Reporting Owners

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

## Signatures

Frederick C.                      08/03/2006  
Peters II

        Signature of                      Date  
Reporting Person

## 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) These options become exercisable over a three (3) year period in 33 1/3% increments starting on April 17, 2002 and on each April 17 thereafter until the options are fully exercisable.
- (3) These options become exercisable over a three (3) year period in 33 1/3% increments starting on April 16, 2003 and on each April 16 thereafter until the options are fully exercisable.

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- (4) These options become exercisable over a three (3) year period in 33 1/3% increments starting on April 15, 2004 and on each April 15 thereafter until the options are fully exercisable.
- (5) These options become exercisable over a three (3) year period in 33 1/3% increments starting on May 16, 2004 and on each May 16 thereafter until the options are fully exercisable.
- (6) Acquired in a transaction exempt under Rule 16b-3
- (7) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16b-3.

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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