

BRIDGE BANCORP INC
Form SC 13D/A
November 25, 2016

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Under the Securities Exchange Act of 1934)
(Amendment No. 2)*

Bridge Bancorp, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

108035106
(CUSIP Number)

Basswood Capital Management, L.L.C.
645 Madison Avenue, 10th Floor
New York, NY 10022
Attn: Matthew Lindenbaum

With a copy to:

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019
Attn: Michael A. Schwartz, Esq.

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

November 22, 2016

(Date of Event which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to * the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

CUSIP No. 108035106

1. Name of Reporting Person
Basswood Capital Management,
L.L.C.
Check the Appropriate Box if a
Member of a Group (See
2. Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
2,029,071
9. Sole Dispositive Power
0
10. Shared Dispositive Power
2,029,071
11. Aggregate Amount Beneficially
Owned by Each Reporting Person

2,029,071

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

10.6%

14. Type of Reporting Person (See Instructions)

IA

2

CUSIP No. 108035106

1. Name of Reporting Person
Basswood Partners, L.L.C.
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
438,300
9. Sole Dispositive Power
0
10. Shared Dispositive Power
438,300
11. Aggregate Amount Beneficially Owned by Each Reporting Person
438,300

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

2.3%

14. Type of Reporting Person (See
Instructions)

OO

3

CUSIP No. 108035106

1. Name of Reporting Person
Basswood Enhanced Long Short GP, LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
1,001,532
9. Sole Dispositive Power
0
10. Shared Dispositive Power
1,001,532
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

1,001,532

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

5.3%

14. Type of Reporting Person (See Instructions)

OO

4

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Opportunity Partners,
 LP
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 256,226
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 256,226
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

256,226

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

1.3%

14. Type of Reporting Person (See Instructions)

PN

5

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Opportunity Fund, Inc.
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Cayman Islands
7. Sole Voting Power
 0
8. Shared Voting Power
 139,955
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 139,955
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person
 139,955

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.7%

14. Type of Reporting Person (See
Instructions)

CO

6

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Enhanced Long Short Fund, LP
 Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 1,001,532
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 1,001,532
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 1,001,532

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
5.3%

14. Type of Reporting Person (See
Instructions)
PN

7

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Fund, LP
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 150,112
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 150,112
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 150,112

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.8%

14. Type of Reporting Person (See
Instructions)

PN

8

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Fund, Inc.
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Cayman Islands
7. Sole Voting Power
 0
8. Shared Voting Power
 39,335
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 39,335
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person
 39,335

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.2%

14. Type of Reporting Person (See
Instructions)

CO

9

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Long Only Fund, LP
 Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 31,962
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 31,962
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 31,962

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.2%

14. Type of Reporting Person (See
Instructions)
PN

10

CUSIP No. 108035106

1. Name of Reporting Person
 Matthew Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 United States
7. Sole Voting Power
 161,015
8. Shared Voting Power
 2,029,071
9. Sole Dispositive Power
 161,015
10. Shared Dispositive Power
 2,029,071
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

2,190,086

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

Percent of Class Represented by
Amount in Row (11)

13.

11.5%

Type of Reporting Person (See
Instructions)

14.

IN/HC

11

CUSIP No. 108035106

1. Name of Reporting Person
 Bennett Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 United States
7. Sole Voting Power
 138,282
8. Shared Voting Power
 2,029,071
9. Sole Dispositive Power
 138,282
10. Shared Dispositive Power
 2,029,071
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 2,167,353

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

11.4%

14. Type of Reporting Person (See
Instructions)

IN/HC

12

CUSIP No. 108035106

1. Name of Reporting Person
Abigail Tambor 2012 Children's Trust
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
97,202
9. Sole Dispositive Power
0
10. Shared Dispositive Power
97,202
11. Aggregate Amount Beneficially Owned by Each Reporting Person
97,202

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.5%

14. Type of Reporting Person (See
Instructions)
OO

13

CUSIP No. 108035106

1. Name of Reporting Person
Nathan Lindenbaum
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
 3. SEC Use Only
 4. Source of Funds (See Instructions)
PF
 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
 6. Citizenship or Place of Organization
United States
- | | |
|--|-------------------------------|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With | 7. Sole Voting Power
3,889 |
| 8. Shared Voting Power | 397,101 |
| 9. Sole Dispositive Power | 3,889 |
| 10. Shared Dispositive Power | 397,101 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person
400,990

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

2.1%

14. Type of Reporting Person (See
Instructions)

IN

14

CUSIP No. 108035106

1. Name of Reporting Person
Nathan J Lindenbaum 1995
Children Trust
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New Jersey
7. Sole Voting Power
0
8. Shared Voting Power
50,197
9. Sole Dispositive Power
0
10. Shared Dispositive Power
50,197
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

50,197

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.3%

14. Type of Reporting Person (See Instructions)

OO

15

CUSIP No. 108035106

1. Name of Reporting Person
Naftali Asher Investments LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
60,835
9. Sole Dispositive Power
0
10. Shared Dispositive Power
60,835
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

60,835

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.3%

14. Type of Reporting Person (See Instructions)

OO

16

CUSIP No. 108035106

1. Name of Reporting Person
Victoria and Benjamin Feder 2012
Children's Trust
2. Check the Appropriate Box if a
Member of a Group (See
Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
87,327
9. Sole Dispositive Power
0
10. Shared Dispositive Power
87,327
11. Aggregate Amount Beneficially
Owned by Each Reporting Person

87,327

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.5%

14. Type of Reporting Person (See Instructions)

OO

17

CUSIP No. 108035106

1. Name of Reporting Person
Victoria and Ben Feder's 1996
Children's Trust
2. Check the Appropriate Box if a
Member of a Group (See
Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
9,875
9. Sole Dispositive Power
0
10. Shared Dispositive Power
9,875
11. Aggregate Amount Beneficially
Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

9,875

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.1%

14. Type of Reporting Person (See Instructions)

OO

18

CUSIP No. 108035106

1. Name of Reporting Person
 Marcel Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 PF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 United States
7. Sole Voting Power
 68,937
8. Shared Voting Power
 0
9. Sole Dispositive Power
 68,937
10. Shared Dispositive Power
 0
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

68,937

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.4%

14. Type of Reporting Person (See Instructions)

IN

19

CUSIP No. 108035106

1. Name of Reporting Person
 Shari A. Lindenbaum 1994
 Children's Trust
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 New Jersey
7. Sole Voting Power
 0
8. Shared Voting Power
 20,540
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 20,540
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

20,540

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.1%

14. Type of Reporting Person (See Instructions)

OO

20

CUSIP No. 108035106

1. Name of Reporting Person
Shari A. Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
0
8. Shared Voting Power
111,032
9. Sole Dispositive Power
0
10. Shared Dispositive Power
111,032
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

111,032

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.6%

14. Type of Reporting Person (See Instructions)

IN

21

CUSIP No. 108035106

1. Name of Reporting Person
Ray Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
0
8. Shared Voting Power
9,875
9. Sole Dispositive Power
0
10. Shared Dispositive Power
9,875
11. Aggregate Amount Beneficially Owned by Each Reporting Person
9,875

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.1%

14. Type of Reporting Person (See
Instructions)
IN

22

CUSIP No. 108035106

1. Name of Reporting Person
Shai Tambor
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
0
8. Shared Voting Power
184,529
9. Sole Dispositive Power
0
10. Shared Dispositive Power
184,529
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

184,529

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

1.0%

14. Type of Reporting Person (See Instructions)

IN

23

CUSIP No. 108035106

1. Name of Reporting Person
MGS Partners, LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New Jersey
7. Sole Voting Power
0
8. Shared Voting Power
81,000
9. Sole Dispositive Power
0
10. Shared Dispositive Power
81,000
11. Aggregate Amount Beneficially Owned by Each Reporting Person
81,000

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.4%

14. Type of Reporting Person (See
Instructions)

OO

This Amendment No. 2 to Schedule 13D (this "Amendment No. 2") is being filed with respect to the common stock, par value \$0.01 per share (the "Common Stock"), of Bridge Bancorp, Inc. (the "Issuer"), to amend the Schedule 13D filed on June 29, 2015 (as amended by Amendment No. 1 to Schedule 13D filed on June 28, 2016 and this Amendment No. 2, the "Schedule 13D").

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is hereby amended and restated in its entirety as set forth below:

Basswood Opportunity Partners, LP acquired 146,731 shares of Common Stock directly owned by it and Basswood Opportunity Fund, Inc. acquired 112,894 shares of Common Stock directly owned by it, upon conversion in the Merger (as defined in Item 4) of its shares of common stock of Community (as defined in Item 4). The additional 33,227 shares of Common Stock directly owned by Basswood Opportunity Partners, LP and 27,601 shares of Common Stock directly owned by Basswood Opportunity Fund, Inc. along with the 1,632,890 shares of Common Stock directly owned by the other Funds and managed accounts were acquired by expending an aggregate of \$46,756,548 in cash (including commissions, if any) from their working capital.

The Lindenbaum Reporting Persons directly holding shares of Common Stock acquired all such shares upon conversion in the Merger of shares of Common Stock of Community owned by them.

The Funds and managed accounts generally effect purchases through margin accounts maintained for them with each of J.P Morgan Securities LLC, Morgan Stanley & Co., BNP Paribas Prime Brokerage and State Street Bank and Trust Company, which may extend margin credit to the Funds and managed accounts as and when required to open or carry positions in the margin accounts, subject to applicable Federal margin regulations, stock exchange rules and the firm's credit policies. In such instances, the positions held in the margin accounts are pledged as collateral security for the repayment of debit balances in the accounts.

Item 5. Interest in Securities of the Issuer

Item 5(a), 5(b) and 5(c) of the Schedule 13D are amended to reflect the following:

(a) The beneficial ownership percentages in this Schedule 13D are calculated based upon the 19,094,800 shares of Common Stock reported in the Prospectus Supplement filed by the Issuer on November 23, 2016.

(b) By virtue of the relationships among the Reporting Persons, as described in this Schedule 13D, the Reporting Persons may be deemed to be a "group" under the Federal securities laws. If the Reporting Persons were deemed to be such a "group," such group would collectively beneficially own 2,808,170 shares of Common Stock or 14.7%. Each of the Reporting Persons disclaims voting and investment power over shares of the Common Stock, except as set forth on the cover pages of this Schedule 13D.

(c) During the past sixty days, the Reporting Persons effected the transactions in the Common Stock that are listed on Annex I hereto, all of which were purchases of Common Stock in an underwritten public offering by the issuer.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: November 23, 2016

Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum

Name: Bennett Lindenbaum

Title: Managing Member

Basswood Partners, L.L.C.

By: /s/ Bennett Lindenbaum

Name: Bennett Lindenbaum

Title: Managing Member

Basswood Enhanced Long Short GP, LLC

By: /s/ Bennett Lindenbaum

Name: Bennett Lindenbaum

Title: Managing Member

Basswood Opportunity Partners, LP

By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum

Name: Bennett Lindenbaum

Title: Managing Member

[Signature Page to Amendment No. 2 to Bridge Bancorp 13D]

Basswood Opportunity Fund, Inc.
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Enhanced Long Short Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Financial Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Financial Fund, Inc.
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

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Basswood Financial Long Only Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

/s/ Matthew
Lindenbaum
Matthew Lindenbaum

/s/ Bennett
Lindenbaum
Bennett Lindenbaum

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Abigail Tambor 2012 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

/s/ Nathan Lindenbaum

Nathan Lindenbaum

MGS Partners, LLC

By: /s/ Nathan Lindenbaum

Name: Nathan Lindenbaum

Title: Managing Member

Nathan J Lindenbaum 1995 Children Trust

By: /s/ Shari A. Lindenbaum

Name: Shari A. Lindenbaum

Title: Trustee

Naftali Asher Investments LLC

By: /s/ Shari A. Lindenbaum

Name: Shari A. Lindenbaum

Title: Manager

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Victoria and Benjamin Feder 2012 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

Victoria and Ben Feder's 1996 Children's Trust

By: /s/ Ray Lindenbaum

Name: Ray Lindenbaum

Title: Trustee

/s/ Marcel Lindenbaum

Marcel Lindenbaum

Shari A. Lindenbaum 1994 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

/s/ Shari A.
Lindenbaum

Shari A. Lindenbaum

/s/ Ray
Lindenbaum

Ray Lindenbaum

/s/ Shai
Tambor

Shai Tambor

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Annex I

Fund Name	Shares	
	Trade Date	Purchased Price (Gross) (Sold)
Basswood Opportunity Partners, LP	11/22/2016	33,227 \$31.00
Basswood Opportunity Fund, Inc.	11/22/2016	27,061 \$31.00
Basswood Financial Fund, LP	11/22/2016	52,583 \$31.00
Basswood Financial Fund, Inc.	11/22/2016	12,868 \$31.00
Basswood Enhanced Long Short Fund, LP	11/22/2016	489,304 \$31.00
Basswood Financial Long Only Fund, LP	11/22/2016	10,351 \$31.00
Basswood Managed Accounts	11/22/2016	137,873 \$31.00
Basswood Managed Accounts	11/22/2016	1,774 \$31.00
Basswood Managed Accounts	11/22/2016	34,959 \$31.00