

Clement Michael Joseph
 Form 4/A
 April 04, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Clement Michael Joseph

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)
 460 NORRISTOWN ROAD, STE 110
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/08/2018

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

BLUE BELL, PA 19422

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/09/2018

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 27,852 ⁽¹⁾ | D | |

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

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

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| 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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Phantom Stock ⁽¹⁾ | (2) | 02/08/2018 | | A | 2,613 | (2) (2) | Common Stock | 2,613 \$ |
| Phantom Stock ⁽¹⁾ | (2) | 02/08/2018 | | A | 187 | (2) (2) | Common Stock | 187 \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Clement Michael Joseph 460 NORRISTOWN ROAD, STE 110 BLUE BELL, PA 19422 | X | | | |

Signatures

/s/ Diane McDonald, 04/04/2018
 Attorney-in-Fact Date
 **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).
- This Form 4 amendment is being filed to correct an administrative error in the Form 4 originally filed February 9, 2018. The original Form 4 improperly reported two February 8, 2018 transactions as purchases of common stock in Table I. The transactions were in fact intra-plan discretionary transactions in phantom stock pursuant to the Bryn Mawr Trust Company Deferred Compensation Plan for Directors and the Bryn Mawr Bank Corporation Deferred Compensation Plan for Directors. Table I of the Form 4 has been amended to remove the transactions and reflects the accurate common stock holdings of the reporting person as of February 8, 2018, and Table II has been amended to reflect the transactions in Phantom Stock that occurred on February 8, 2018.
- (1) Directors and the Bryn Mawr Bank Corporation Deferred Compensation Plan for Directors. Table I of the Form 4 has been amended to remove the transactions and reflects the accurate common stock holdings of the reporting person as of February 8, 2018, and Table II has been amended to reflect the transactions in Phantom Stock that occurred on February 8, 2018.
 - (2) 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 a director.
 - (3) Held in Bryn Mawr Trust Company Deferred Compensation Plan for Directors.
 - (4) Held in Bryn Mawr Bank Corporation Deferred Compensation Plan for Directors.

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.