

Halberstadt Geoffrey L
Form 4
August 22, 2012

FORM 4

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

OMB APPROVAL

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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 *
Halberstadt Geoffrey L

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)
801 LANCASTER AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/21/2012

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

BRYN MAWR, 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 (D) Price			
Common Stock					1,608.526	I	Held in 401(k) Plan
Common Stock	08/21/2012		M	5,000 A \$ 17.85	5,000	D	
Common Stock	08/21/2012		S	5,000 D \$ 22.2603 (9)	0	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)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock ⁽¹⁾	\$ 17.85	08/21/2012		M	5,000	05/16/2004 ⁽²⁾	05/16/2013	Common Stock	5,000
Options to Purchase Common Stock ⁽¹⁾	\$ 20.47					04/23/2005 ⁽³⁾	04/23/2014	Common Stock	5,000
Options to Purchase Common Stock	\$ 18.91					05/12/2005 ⁽⁴⁾	05/12/2015	Common Stock	7,500
Options to Purchase Common Stock	\$ 21.21					12/12/2005 ⁽⁴⁾	12/12/2015	Common Stock	6,000
Options To Purchase Common Stock ⁽⁵⁾	\$ 22					08/29/2008 ⁽⁶⁾	08/29/2017	Common Stock	4,000
Options to Purchase Common	\$ 24.27					08/18/2009 ⁽⁷⁾	08/18/2018	Common Stock	4,250

Stock ⁽⁵⁾

Options

to

Purchase \$ 18.27

08/21/2010⁽⁸⁾ 08/21/2009

Common Stock 5,425

Common

Stock ⁽⁵⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Halberstadt Geoffrey L 801 LANCASTER AVENUE BRYN MAWR, PA 19010			Secretary	

Signatures

Geoffrey L.

Halberstadt

08/22/2012

**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) Acquired in a Transaction exempt under Rule 16b-3

(2) These options become exercisable over a three (3) year period in 33 1/3% increments starting on 5/16/04 and on each 5/16 thereafter until the options are fully exercisable.

(3) The vesting of these options was accelerated by the registrant and became fully vested as of 06/16/05.

(4) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16b-3.

(5) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan

(6) These options become exercisable over a five (5) year period in 20% increments starting on 8/29/08 and on each 8/29 thereafter until the options are fully exercisable.

(7) These options become exercisable over a five (5) year period in 20% increments starting on 8/18/2009 and on each 8/18 thereafter until the options are fully exercisable.

(8) These options become exercisable over a five (5) year period in 20% increments starting on 8/21/2010 and on each 8/21 thereafter until the options are fully exercisable.

(9) The breakdown of the sale is as follows: 720 sha. @ \$22.33, 300 shs. @ \$22.32, 100 shs. @ \$22.26, 3,780 shs. @ \$22.25, and 100 shs. @ \$21.9701.

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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