

BRYN MAWR BANK CORP
 Form 4
 August 30, 2013

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 *
KEEFER JOSEPH G

(Last) (First) (Middle)

BRYN MAWR BANK CORPORATION, 801 LANCASTER AVENUE

(Street)

BRYN MAWR, PA 19010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BRYN MAWR BANK CORP [BMTC]

3. Date of Earliest Transaction (Month/Day/Year)
08/28/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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					9,475	I	Held in 401 (K) Plan
Common Stock	08/28/2013		M		3,000	A	\$ 20.47 5,925
Common Stock	08/28/2013		S		3,000	D	\$ 25.782 2,925
Common Stock	08/29/2013		M		3,000	A	\$ 20.47 5,925

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Common Stock 08/29/2013 S 3,000 D \$ 25.7717 2,925 D

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

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Share
Options to Purchase Common Stock ⁽³⁾	\$ 18.91					05/12/2005 05/12/2015	Common Stock 15,000
Options to Purchase Common Stock ⁽¹⁾	\$ 20.47	08/28/2013		M	3,000	04/23/2005 ⁽²⁾ 04/23/2014	Common Stock 3,000
Options to Purchase Common Stock ⁽³⁾	\$ 21.21					12/12/2005 12/12/2015	Common Stock 12,000
Options to Purchase Common Stock ⁽⁵⁾	\$ 22					08/29/2008 ⁽⁴⁾ 08/29/2017	Common Stock 9,000
Options to Purchase Common	\$ 24.27					08/18/2009 ⁽⁶⁾ 08/18/2018	Common Stock 9,000

Stock ⁽⁵⁾

Options
to

Purchase \$ 18.27

08/21/2010⁽⁷⁾ 08/21/2019

Common
Stock

11,500

Common
Stock ⁽⁵⁾

Options
to

Purchase \$ 20.47 08/29/2013

M

3,000 04/23/2005⁽²⁾ 04/23/2014

Common
Stock

3,000

Common
Stock ⁽¹⁾

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KEEFER JOSEPH G
BRYN MAWR BANK CORPORATION
801 LANCASTER AVENUE
BRYN MAWR, PA 19010

EVP

Signatures

Joseph G.
Keefe

08/30/2013

**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) The vesting of these options was accelerated by the registrant and became fully vested as of 6/16/2005.

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

(4) These options become exercisable over a five (5) year period in 20% increments starting on 08/29/2008 and on each 08/29 thereafter until the options are fully exercisable.

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

(6) The 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.

(7) The 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.

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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