

Fetterolf Brian S
 Form 4
 January 22, 2019

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 *
 Fetterolf Brian S

2. Issuer Name and Ticker or Trading Symbol
 TriState Capital Holdings, Inc. [TSC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 301 GRANT STREET, SUITE 2700
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/17/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO, TSC Bank, Director TSC

PITTSBURGH, PA 15219

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 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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|------------------------------|
| | | | Code | V | Amount or Price | | | | | |
| Common Stock | 01/17/2019 | | A | | 35,146 (1) | A | \$ 0 | 158,695 | D | |
| Common Stock | | | | | | | | 47,085 | D | (2) |
| Common Stock | | | | | | | | 10,750 | I | Crosshair Ventures, L.P. (3) |
| Depository Shares | | | | | | | | 4,000 | D | |
| Common Stock | | | | | | | | 13,334 | I | Trust for Donald L. |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Fetterolf Brian S 301 GRANT STREET SUITE 2700 PITTSBURGH, PA 15219 | X | | CEO, TSC Bank, Director TSC | |

Signatures

/s/ Karla Villatoro de Friedman, General Counsel of TriState Capital Bank,
Attorney-in-Fact

01/22/2019

__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).

The Reporting Person elected to receive 5,993 shares of this stock, all of which are shares of restricted stock issued under the Company's (1) 2014 Omnibus Incentive Plan that vests in three years, in lieu of cash payments under the incentive compensation program applicable to the Reporting Person. The remaining shares were issued to him as a restricted stock award under that incentive compensation program.

(2) Held jointly with reporting person's spouse

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- (3) The reporting person is a limited partner of Crosshair Ventures, L.P. and the President of and has an interest in its general partner.
- (4) The reporting person is one of two trustees and a beneficiary of the Trust.

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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