

BRYN MAWR BANK CORP  
 Form 5  
 January 27, 2016

**FORM 5**

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
 Jenkins Scott Mahaley

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2015

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

ONE TOWER BRIDGE, 100  
 FRONT STREET, STE 1410

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

WEST  
 CONSHOHOCKEN, PA 19428

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (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	6,509	D	^
Common Stock	^	^	^	^ ^ ^ (A) or (D) Price	1,000	I	By Spouse

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

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SEC 2270 (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)	8. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock <sup>(1)</sup>	\$ 21.74	Â	Â	Â	Â Â	06/29/2007	06/29/2016	Common Stock	2,625
Options to Purchase Common Stock <sup>(2)</sup>	\$ 22	Â	Â	Â	Â Â	08/29/2008	08/29/2017	Common Stock	3,500
Options to Purchase Common Stock <sup>(2)</sup>	\$ 24.27	Â	Â	Â	Â Â	08/18/2009	08/18/2018	Common Stock	3,500
Options to Purchase Common Stock <sup>(2)</sup>	\$ 18.27	Â	Â	Â	Â Â	08/21/2010	08/21/2019	Common Stock	4,475
Phantom Stock	Â	Â	Â	Â	Â Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	7,315
Phantom Stock	Â	Â	Â	Â	Â Â	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock	16,487

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jenkins Scott Mahaley	Â X	Â	Â	Â

ONE TOWER BRIDGE  
100 FRONT STREET, STE 1410  
WEST CONSHOHOCKEN, PA 19428

## Signatures

/s/ Diane McDonald,  
Attorney-in-Fact

01/27/2016

\_\_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) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16-B.
- (2) These options were granted to the reporting person under BMBC's 2007 Long-Term Incentive Plan.
- (3) 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.
- (4) Held in BMBC Deferred Comp. Plan for Directors
- (5) Held in Bryn Mawr Trust Company Deferred Comp. Plan for Directors.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.