BRYN MAWR BANK CORP

Form 4

February 26, 2008

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

OMB Number:

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response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HOLLAND WENDELL F

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. Date of Earliest Transaction

(Month/Day/Year) 02/25/2008

_X__ Director 10% Owner Other (specify Officer (give title

BRYN MAWR BANK CORPORATION, 801 LANCASTER AVENUE

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

BRYN MAWR, PA 19010

(State)

(Zip)

(City)

(City)	(State)	(Zhp) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of 4 and (A) or	` '	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 Beneficial Ownership (Instr. 4)
Common Stock	02/25/2008		M	4,000	A	\$ 12.25	10,858	D	
Common Stock	02/25/2008		S	884	D	\$ 19.5	9,974	D	
Common Stock	02/25/2008		S	5,116	D	\$ 19.5316	4,858	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (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. Transactio Code (Instr. 8)	Sec Acq (A) Disp (D)	urities juired or posed of tr. 3, 4,	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 (7)	\$ 12.25	02/25/2008		M		4,000	04/24/1998	04/24/2008	Common Stock	4,000
Options to Purchase Common Stock (7)	\$ 13.2188						04/20/2000	04/20/2009	Common Stock	2,000
Options to Purchase Common Stock (7)	\$ 12.45						04/17/2002(1)	04/17/2011	Common Stock	2,000
Options to Purchase Common Stock (7)	\$ 16.25						04/16/2003(2)	04/16/2012	Common Stock	2,000
Options to Purchase Common Stock (7)	\$ 18.46						04/15/2004(3)	04/15/2013	Common Stock	2,000
Options to Purchase Common	\$ 17.85						05/16/2004(4)	05/16/2013	Common Stock	1,000

Stock (7)

Options

to

Purchase \$ 22

08/29/2008⁽⁵⁾ 08/29/2017

Common Stock

3,500

Common Stock (6)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOLLAND WENDELL F BRYN MAWR BANK CORPORATION 801 LANCASTER AVENUE BRYN MAWR. PA 19010



Signatures

Wendell F. 02/26/2008

**Signature of Date
Reporting Person

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 become exercisable over a three (3) year period in 33 1/3% increments starting on 4/17/02 and on each 4/17 thereafter until the options are fully exercisable.
- (2) These options become exercisable over a three (3) year period in 33 1/3% increments starting on 4/16/03 and on each 4/16 thereafter until the options are fully exercisable.
- (3) These options become exercisable over a three (3) year period in 33 1/3% increments starting on 4/15/04 and on each 4/15 thereafter until the options are fully exercisable.
- (4) 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.
- (5) 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.
- (6) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan.
- (7) Acquired in a transaction exempt under Rule 16b-3

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.

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