

TAYLOR B LOYALL JR
Form 4/A
December 31, 2009

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 *
TAYLOR B LOYALL JR

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)
03/01/2007

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

TAYLOR GIFTS, INC., 600
CEDAR HOLLOW ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
08/28/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PAOLI, PA 19301

(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 Indirect Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------------------|
| | | | | Code V | Amount | Price | | |
| Common Stock | 12/03/2007 | | P | 11.5968 ⁽¹⁵⁾ | A \$ 22.42 | 2,011.5968 ⁽¹⁶⁾ | I | Brooke T. Giese Trust |
| Common Stock | 03/03/2008 | | P | 13.069 ⁽¹⁵⁾ | A \$ 20.01 | 2,024.6658 | I | Brooke T. Giese Trust |
| Common Stock | 06/02/2008 | | P | 12.7772 ⁽¹⁵⁾ | A \$ 20.6 | 2,037.443 | I | Brooke T. Giese Trust |
| Common Stock | 09/02/2008 | | P | 12.1793 ⁽¹⁵⁾ | A \$ 23.42 | 2,049.6223 | I | Brooke T. Giese Trust |
| Common Stock | 12/01/2008 | | P | 16.1571 ⁽¹⁵⁾ | A \$ 17.76 | 2,065.7794 | I | Brooke T. Giese Trust |

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| | | | | | | | | |
|--------------|------------|---|-------------------------|---|----------|----------------------------|-------------------|--|
| Common Stock | 03/02/2009 | P | 17.5385 ⁽¹⁵⁾ | A | \$ 16.49 | 2,083.3179 | I | Brooke T. Giese Trust |
| Common Stock | 09/01/2009 | P | 16.114 ⁽¹⁵⁾ | A | \$ 18.1 | 2,099.4319 | I | Brooke T. Giese Trust |
| Common Stock | 06/02/2008 | P | 12.6214 ⁽¹⁵⁾ | A | \$ 20.6 | 2,012.6214 ⁽¹⁶⁾ | I | B. Loyall Taylor, III Trust |
| Common Stock | 09/02/2008 | P | 12.0312 ⁽¹⁵⁾ | A | \$ 23.42 | 2,024.6526 | I | B. Loyall Taylor, III Trust |
| Common Stock | 12/01/2008 | P | 15.96 ⁽¹⁵⁾ | D | \$ 18.39 | 2,040.6126 | I | B. Loyall Taylor, III Trust |
| Common Stock | 03/02/2009 | P | 17.325 ⁽¹⁵⁾ | A | \$ 16.49 | 2,057.9376 | I | B. Loyall Taylor, III Trust |
| Common Stock | 09/01/2009 | P | 15.918 ⁽¹⁵⁾ | A | \$ 18.1 | 2,073.8556 | I | B. Loyall Taylor, III Trust |
| Common Stock | | | | | | 2,087 | I | One Outerbridge Circle Irrevocable Trust |
| Common Stock | 03/01/2007 | P | 1.828 ⁽¹⁵⁾ | A | \$ 23.37 | 4,357.828 | D | |
| Common Stock | 09/04/2007 | P | 25.3931 ⁽¹⁵⁾ | A | \$ 22.31 | 4,383.2211 | D | |
| Common Stock | 12/03/2007 | P | 25.4157 ⁽¹⁵⁾ | A | \$ 22.42 | 4,408.6368 | D | |
| Common Stock | 03/03/2008 | P | 28.6417 ⁽¹⁵⁾ | A | \$ 20.01 | 4,437.2785 | D | |
| Common Stock | 06/02/2008 | P | 28.0024 ⁽¹⁵⁾ | A | \$ 20.6 | 4,465.2809 | D | |
| Common Stock | 09/02/2008 | P | 26.6926 ⁽¹⁵⁾ | A | \$ 23.42 | 4,491.9735 | D | |
| Common Stock | 12/01/2008 | P | 35.4099 ⁽¹⁵⁾ | A | \$ 17.76 | 4,527.3834 | D | |
| Common Stock | 03/02/2009 | P | 38.4372 ⁽¹⁵⁾ | A | \$ 16.49 | 4,565.8206 | D | |
| Common Stock | 08/26/2009 | G | 4,565.8206 | D | \$ 0 | 0 | D ⁽¹⁷⁾ | |

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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. Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options to Purchase Common Stock <u>(7)</u> | \$ 20.47 | | | | | 04/23/2005 ⁽¹⁾ 04/23/2014 | Common Stock | 3,000 |
| Options to Purchase Common Stock <u>(7)</u> | \$ 10.75 | | | | | 04/18/2001 04/18/2010 | Common Stock | 2,000 |
| Options to Purchase Common Stock <u>(7)</u> | \$ 12.45 | | | | | 04/17/2002 ⁽²⁾ 04/17/2011 | Common Stock | 2,000 |
| Options to Purchase Common Stock <u>(7)</u> | \$ 16.25 | | | | | 04/16/2003 ⁽³⁾ 04/16/2012 | Common Stock | 2,000 |
| Options to Purchase Common Stock <u>(7)</u> | \$ 18.46 | | | | | 04/15/2004 ⁽⁴⁾ 04/15/2013 | Common Stock | 2,000 |
| | \$ 17.85 | | | | | 05/16/2004 ⁽⁵⁾ 05/16/2013 | | 1,000 |

| | | | | | |
|--|----------|----------------------------|------------|--------------|--------|
| Options to Purchase Common Stock ⁽⁷⁾ | | | | Common Stock | |
| Options to Purchase Common Stock ⁽⁶⁾ | \$ 18.91 | 05/12/2005 | 05/12/2015 | Common Stock | 3,500 |
| Options to Purchase Common Stock ⁽⁶⁾ | \$ 21.21 | 12/12/2005 | 12/12/2015 | Common Stock | 3,500 |
| Phantom Stock ⁽⁸⁾ | | <u>(8)</u> | <u>(8)</u> | Common Stock | 10,973 |
| Phantom Stock ⁽⁸⁾ | | <u>(8)</u> | <u>(8)</u> | Common Stock | 48,098 |
| Options to Purchase Common Stock ⁽¹²⁾ | \$ 22 | 08/29/2008 ⁽¹¹⁾ | 08/29/2017 | Common Stock | 3,500 |
| Options to Purchase Common Stock ⁽¹²⁾ | \$ 24.27 | 08/18/2009 ⁽¹³⁾ | 08/18/2018 | Common Stock | 3,500 |
| Options to Purchase Common Stock ⁽¹²⁾ | \$ 18.27 | 08/21/2010 ⁽¹⁴⁾ | 08/21/2019 | Common Stock | 4,475 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TAYLOR B LOYALL JR TAYLOR GIFTS, INC. 600 CEDAR HOLLOW ROAD PAOLI, PA 19301 | X | | | |

Signatures

B. Loyall
Taylor, Jr.

12/31/2009

**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) The vesting of these options was accelerated by the registrant and became fully vested as of 6/16/2005.
- (2) 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.
- (3) 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.
- (4) 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.
- (5) 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.
- (6) These options were granted to the reporting person under BMBC's 2004 Stock Option Plan in a transaction exempt under Rule 16b-3.
- (7) Acquired in a transaction exempt under Rule 16b-3.
- (8) 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.
- (9) Held in BMBC Deferred Comp. Plan for Directors
- (10) Held in Bryn Mawr Trust Company Deferred Comp. Plan for Directors
- (11) 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.
- (12) These options were granted to the reporting person under BMBC's 2007 Long-term Incentive Plan.
- (13) 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.
- (14) 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.
- (15) These shares were acquired in dividend reinvestment transactions executed by the reporting person's broker without the reporting person's permission and against the reporting person's instruction. The reporting person was unaware of the transactions when they occurred, and therefore was unable to report them in previous Forms 4.
- (16) Notwithstanding the number of securities reported to be beneficially owned by this trust in previous Forms 4, the number of shares beneficially owned by this trust prior to the dividend reinvestment transactions described in footnote (15) was 2,000. This adjustment has been made due to the discovery of a discrepancy in the reporting person's Form 4 dated March 10, 2003. Such Form 4 is being amended concurrently with this Form 4.
- (17) The disposition by gift of 4,356 shares previously reported on this Form 4 is hereby corrected to reflect the dividend reinvestment transactions described in footnote (15) above, and to reflect proper reporting of the disposition.

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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