

PETERS FREDERICK C II  
 Form 4  
 May 13, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 PETERS FREDERICK C II

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Pres., Chairman and Director

(Last) (First) (Middle)  
 BRYN MAWR BANK CORPORATION, 801 LANCASTER AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/12/2005

BRYN MAWR, PA 19010  
 (City) (State) (Zip)

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

**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 (Instr. 4)
Common Stock				(A) or (D) Price	12,725	I	The Bryn Mawr Trust Company cust. IRA of Frederick C. Peters II Rollover IRA
					175	I	

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Common Stock						Held in Spouse's IRA
Common Stock				171.53	I	Held in Deferred Bonus Plan
Common Stock				2,807.7	I	Held in 401(k) Plan
Common Stock				21,025	D	

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

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SEC 1474  
(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 20.47					04/23/2005 <sup>(1)</sup>	04/23/2014	Common Stock	24,000
Options to Purchase Common Stock	\$ 12.45					04/17/2002 <sup>(2)</sup>	04/17/2011	Common Stock	30,000
Options to Purchase Common Stock	\$ 16.26					04/16/2003 <sup>(3)</sup>	04/16/2012	Common Stock	20,000
	\$ 18.46					04/15/2004 <sup>(4)</sup>	04/15/2013		20,000

Options  
to  
Purchase  
Common  
Stock

Common  
Stock

Options  
to  
Purchase \$ 17.85  
Common  
Stock

05/16/2004<sup>(5)</sup> 05/16/2013

Common  
Stock 4,000

Options  
to  
Purchase \$ 18.91 05/12/2005  
Common  
Stock

A<sup>(6)</sup> 30,000

05/12/2005 05/12/2015

Common  
Stock 30,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

PETERS FREDERICK C II  
BRYN MAWR BANK CORPORATION  
801 LANCASTER AVENUE  
BRYN MAWR, PA 19010

Pres., Chairman and Director

## Signatures

Frederick C.  
Peters II 05/13/2005

\*\*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 become exercisable over a three (3) year period in 33 1/3% increments starting on April 23, 2005 and on each April 23 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 April 17, 2002 and on each April 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 April 16, 2003 and on each April 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 April 15, 2004 and on each April 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 May 16, 2004 and on each May 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.

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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