

VICKERS NANCY J  
Form 4  
December 28, 2005

**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 \*  
VICKERS NANCY J

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)  
  
BRYN MAWR COLLEGE, 101  
NORTH MERION AVENUE  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/28/2005

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

BRYN MAWR, PA 19010

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	12/28/2005		I	61 A \$ 21.43	5,974	I	Held in BMBC Deferred Comp. Plan for Directors
Common Stock					3,200	D	

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 <sup>(7)</sup>	\$ 18.46					04/15/2004 <sup>(1)</sup> 04/15/2013	Common Stock	667
Options to Purchase Common Stock <sup>(7)</sup>	\$ 17.85					05/16/2004 <sup>(2)</sup> 05/16/2013	Common Stock	333
Options to Purchase Common Stock <sup>(7)</sup>	\$ 13.2188					04/20/2000 04/20/2009	Common Stock	2,000
Options to Purchase Common Stock <sup>(7)</sup>	\$ 12.45					04/17/2002 <sup>(3)</sup> 04/17/2011	Common Stock	2,000
Options to Purchase Common Stock <sup>(7)</sup>	\$ 16.25					04/16/2003 <sup>(4)</sup> 04/16/2012	Common Stock	2,000
	\$ 20.47					04/23/2005 <sup>(5)</sup> 04/23/2014		3,000

Options to Purchase Common Stock <u>(7)</u>						Common Stock	
Options to Purchase	\$ 18.91		05/12/2005	05/12/2015		Common Stock	3,500
Common Stock <u>(6)</u>							
Options to Purchase	\$ 21.21		12/12/2005	12/12/2015		Common Stock	3,500
Common Stock <u>(6)</u>							

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VICKERS NANCY J BRYN MAWR COLLEGE 101 NORTH MERION AVENUE BRYN MAWR, PA 19010	X			

## Signatures

Nancy J. Vickers	12/28/2005
<u>    </u> **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) period in 33 1/3% increments starting on 4/15/2004 and on each 4/15 thereafter until the options are fully exercisable.
- (2) These options become exercisable over a three (3) period in 33 1/3% increments starting on 5/16/04 and on each 5/16 thereafter until the options are fully exercisable.
- (3) These options become exercisable over a three (3) period in 33 1/3% increments starting on 4/17/2002 and on each 4/17 thereafter until the options are fully exercisable.
- (4) These options become exercisable over a three (3) period in 33 1/3% increments starting on 4/16/2003 and on each 4/16 thereafter until the options are fully exercisable.
- (5) The vesting of these options was accelerated by the registrant and became fully vested as of 6/16/2005.
- (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.

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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