WILLIAMS THOMAS A

Form 4

December 12, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

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SECURITIES 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 * WILLIAMS THOMAS A

322 THORNBROOK AVENUE

2. Issuer Name and Ticker or Trading

Symbol

BRYN MAWR BANK CORP [BMTC]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

X_ Director Officer (give title below)

Issuer

10% Owner Other (specify

(Month/Day/Year)

12/12/2005

4. If Amendment, Date Original

3.

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 Person

ROSEMONT, PA 19010

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

Code (Instr. 8)

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)

Reported Transaction(s)

or Code V Amount (D) Price

(A)

(Instr. 3 and 4)

Common Stock

16,257

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)

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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. Transacti Code (Instr. 8)	5. Number of Deriva Securitie Acquired (A) or Disposed (D) (Instr. 3, and 5)	ative s l	6. Date Exercisab 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)	\$ 20.47						04/23/2005(1)	04/23/2014	Common Stock	3,000	
Options to Purchase Common Stock (7)	\$ 6.25						04/19/1996	04/19/2006	Common Stock	4,000	
Options to Purchase Common Stock (7)	\$ 8.453						04/18/1997	04/18/2007	Common Stock	4,000	
Options to Purchase Common Stock (7)	\$ 12.25						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)	\$ 10.75						04/18/2001	04/18/2010	Common Stock	2,000	
Options to Purchase Common Stock (7)	\$ 12.45						04/17/2002(2)	04/17/2011	Common Stock	2,000	

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Options to Purchase Common Stock (7)	\$ 16.25				04/16/2003(3)	04/16/2012	Common Stock	2,000
Options to Purchase Common Stock (7)	\$ 18.46				04/15/2004(4)	04/15/2013	Common Stock	2,000
Options to Purchase Common Stock (7)	\$ 17.85				05/16/2004(5)	05/16/2013	Common Stock	1,000
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	A	3,500	12/12/2005	12/12/2015	Common Stock	3,500

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
WILLIAMS THOMAS A 322 THORNBROOK AVENUE ROSEMONT, PA 19010	X					

Signatures

Reporting Person

Thomas A.
Williams

**Signature of 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.

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- (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.

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.