

HARRAL WILLIAM III
 Form 5
 February 07, 2005

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HARRAL WILLIAM III

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2004

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

250 RAVENSCLIFF

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ST. DAVIDS, PA 19087

(City) (State) (Zip)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	19,400	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	3,790	I	Held in BMBC Deferred Comp. Plan for Directors
	Â	Â	Â	Â	Â	Â	2,016	I	

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Common
Stock

Held in
Bryn Mawr
Trust
Comp.
Deferred
Plan

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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Options to Purchase Common Stock ⁽¹⁾	\$ 12.25	Â	Â	Â	Â Â	04/24/1998 04/24/2008	Common Stock 4,000
Options to Purchase Common Stock ⁽¹⁾	\$ 13.2188	Â	Â	Â	Â Â	04/20/2000 04/20/2009	Common Stock 2,000
Options to Purchase Common Stock ⁽¹⁾	\$ 10.75	Â	Â	Â	Â Â	04/18/2001 04/18/2010	Common Stock 2,000
Options to Purchase Common Stock ⁽¹⁾	\$ 12.45	Â	Â	Â	Â Â	04/17/2002 ⁽²⁾ 04/17/2011	Common Stock 2,000
	\$ 16.25	Â	Â	Â	Â Â	04/16/2003 ⁽³⁾ 04/16/2012	2,000

Options to Purchase Common Stock <u>(1)</u>										Common Stock	
Options to Purchase Common Stock <u>(1)</u>	\$ 18.46	Â	Â	Â	Â	Â	04/15/2004 ⁽⁴⁾	04/15/2013	Common Stock	2,000	
Options to Purchase Common Stock <u>(1)</u>	\$ 17.85	Â	Â	Â	Â	Â	05/16/2004 ⁽⁵⁾	05/16/2013	Common Stock	1,000	
Options to Purchase Common Stock <u>(1)</u>	\$ 20.47	Â	Â	Â	Â	Â	04/23/2005 ⁽⁶⁾	04/23/2014	Common Stock	3,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARRAL WILLIAM III 250 RAVENSCLIFF ST. DAVIDS, PA 19087	Â X	Â	Â	Â

Signatures

William Harral,
III 02/07/2005

__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) Acquired in a Transaction exempt under Rule 16b-3
- (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)

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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 become exercisable over a three year (3) period in 33 1/3% increments starting on 4/23/05 and on each 4/23 thereafter until the options are fully exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.