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BRYN MAWR BANK CORP Form 425 May 07, 2014

### **UNITED STATES**

### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### FORM 8-K

## **CURRENT REPORT**

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): May 7, 2014

**Bryn Mawr Bank Corporation** 

(Exact Name of Registrant as specified in its charter)

Pennsylvania (State or other jurisdiction

**001-35746** (Commission

23-2434506 (I.R.S. Employer

of incorporation)

File Number)

**Identification No.)** 

801 Lancaster Avenue, Bryn Mawr, PA 19010

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## Registrant s telephone number, including area code: 610-525-1700

#### None

(Former name or former address, if changed since last report)

Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instructions A.2. below):

- x Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- "Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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#### Item 8.01 Other Events.

The attached slides, which are attached hereto as Exhibit 99.1 and incorporated into this Item 8.01 by reference, are presented to clarify certain calculations related to Bryn Mawr Bank Corporation s previously announced Agreement and Plan of Merger with Continental Bank Holdings, Inc.

The information contained in such Exhibit shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of such section, nor will such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as may be expressly set forth by specific reference in such filing

#### Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

## **Exhibit** Description

99.1 Slides

## **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

BRYN MAWR BANK CORPORATION

By: /s/ Francis J. Leto Francis J. Leto

President and COO

Date: May 7, 2014

# **EXHIBIT INDEX**

# **Exhibit** Description

99.1 Slides