

TriState Capital Holdings, Inc.  
Form 4  
November 15, 2016

**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 \*  
Dolan James J.

(Last) (First) (Middle)

ONE OXFORD CENTRE, 301  
GRANT STREET, SUITE 2700

(Street)

PITTSBURGH, PA 15219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TriState Capital Holdings, Inc. [TSC]

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

10/12/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |   |
| Common Stock                    | 11/11/2016                           |  | M                              | 6,000 A \$ 8.75   | 12,125  | D  |   |
| Common Stock                    | 11/11/2016                           |  | M                              | 6,000 A \$ 8  | 18,125  | D  |   |
| Common Stock                    | 11/11/2016                           |  | S                              | 12,000 D \$ 19.0463 <sup>(1)</sup>                                | 6,125   | D  |   |
| Common Stock                    | 10/12/2016                           |  | G                              | 5,000 D \$ 0  | 94,132  | D <sup>(2)</sup>   |   |
| Common Stock                    |                                      |  |                                |   | 3,200   | I  | Owned by spouse <sup>(3)</sup>                        |

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|                 |       |   |   |
|-----------------|-------|---|---|
| Common<br>Stock | 2,500 | I | Charles<br>Scwab and<br>Co, Inc.,<br>Custodian of<br>James J<br>Dolan Roth<br>Contributory<br>IRA |
|-----------------|-------|---|---|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of<br>Shares |
|---|--|---|---|--------------------------------------|---|--|---|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date Exercisable<br>Expiration Date                            | Title   |  |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 8.75  | 11/11/2016                              |   | M                                    | 6,000   | 06/15/2012 <sup>(4)</sup><br>12/15/2019                        | Common<br>Stock   | 6,000                                  |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 8   | 11/11/2016                              |   | M                                    | 6,000   | 06/30/2013 <sup>(5)</sup><br>12/31/2020                        | Common<br>Stock   | 6,000                                  |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 11.78   |   |   |                                      |   | 06/13/2016 <sup>(6)</sup><br>12/13/2023                        | Common<br>Stock   | 6,000                                  |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 10.25   |   |   |                                      |   | 06/30/2015 <sup>(7)</sup><br>12/31/2022                        | Common<br>Stock   | 6,000                                  |
| Stock<br>Options                                    | \$ 9.32  |   |   |                                      |   | 06/30/2014 <sup>(8)</sup><br>12/31/2021                        | Common<br>Stock   | 6,000                                  |

(Right to Buy)

Stock

Options (Right to Buy) \$ 12

06/18/2011<sup>(9)</sup> 12/18/2018

Common Stock 6,000

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Dolan James J.<br>ONE OXFORD CENTRE<br>301 GRANT STREET, SUITE 2700<br>PITTSBURGH, PA 15219 | X             |           |         |       |

## Signatures

/s/ Keevican Weiss Bauerle & Hirsch LLC by David J. Hirsch,  
Attorney-in-Fact

11/15/2016

\*\*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).
- The price reported in Column 4 is the average price. The shares were sold in multiple transactions at prices ranging from \$19.00 to \$19.05, inclusive. The Reporting Person undertakes to provide to any security holder of TriState Capital Holdings, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (1) Shares held jointly of record by the Reporting Person and his spouse.
  - (2) The Reporting Person disclaims beneficial ownership of these securities except to the extent of any indirect pecuniary interest therein.
  - (3) This Form shall not be deemed an admission that he is a beneficial owner of any securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
  - (4) 3,000 of these options vested and became exercisable on 06/15/2012, and the remaining 3,000 options vested and became exercisable on 12/15/2014.
  - (5) 3,000 of these options will vest and become exercisable on or about 06/30/2013, and the remaining 3,000 options vested and became exercisable on 12/31/2015.
  - (6) 3,000 of these options will vest and become exercisable on 6/13/2016, and the remainder will vest and become exercisable on 12/13/2018.
  - (7) 3,000 of these options will vest and become exercisable on or about 6/30/2015, and the remaining 3,000 options will vest and become exercisable on 12/31/2017.
  - (8) 3,000 of these options vested and became exercisable on or about 6/30/2014, and the remaining 3,000 options will vest and become exercisable on 12/31/2016.
  - (9) 3,000 of these options vested and became exercisable on 06/18/2011, and the remaining 3,000 options vested and became exercisable on 12/18/2013.

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.