

Johnston Linda  
Form 3  
July 15, 2010

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

## INITIAL STATEMENT OF 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

OMB  
Number: 3235-0104  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*

Johnston Linda

(Last) (First) (Middle)

24 NORTH STREET

(Street)

PITTSFIELD, MA 01201

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

07/09/2010

3. Issuer Name and Ticker or Trading Symbol

BERKSHIRE HILLS BANCORP INC [BHLB]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer \_\_\_\_ Other  
 (give title below) (specify below)  
 EVP and Chief HR Officer

5. 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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

|              |        |   |                                   |
|--------------|--------|---|-----------------------------------|
| Common Stock | 5,061  | D | Johnston Linda                    |
| Common Stock | 13,613 | I | By 401(k)                         |
| Common Stock | 748    | I | By Stock Award I <sup>(1)</sup>   |
| Common Stock | 708    | I | By Stock Award II <sup>(2)</sup>  |
| Common Stock | 1,417  | I | By Stock Award III <sup>(3)</sup> |
| Common Stock | 3,626  | I | By Stock Award IV <sup>(4)</sup>  |

Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: Johnston Linda - Form 3

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------------------------|----------------------------------------------------------|
|                                               | Date Exercisable      Expiration Date                       | Title      Amount or Number of Shares                                          |                                                        |                                                                                    |                                                          |
| Stock Options                                 | 01/30/2002 <sup>(5)</sup> 01/30/2011                        | Common Stock      10,348                                                       | \$ 16.75                                               | D                                                                                  | Â                                                        |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                            |       |
|-----------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                           | Director      | 10% Owner | Officer                    | Other |
| Johnston Linda<br>24 NORTH STREET<br>PITTSFIELD, MA 01201 | Â             | Â         | Â EVP and Chief HR Officer | Â     |

## Signatures

/s/ Linda  
Johnston      07/15/2010

           \*\*Signature of      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2003 Equity Compensation Plan vest in three equal annual installments commencing on January 30, 2009.
  - (2) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2003 Equity Compensation Plan vest in three equal annual installments commencing on January 30, 2010.
  - (3) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2003 Equity Compensation Plan vest in three equal annual installments commencing on January 30, 2010.
  - (4) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2008 Equity Compensation Plan vest in three equal annual installments commencing on January 30, 2011.
  - (5) Stock Options are fully vested and exercisable.

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.