

GETZ JAMES F
Form 4
September 10, 2018

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 *
GETZ JAMES F

2. Issuer Name and Ticker or Trading Symbol
TriState Capital Holdings, Inc. [TSC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
ONE OXFORD CENTRE, 301
GRANT STREET, SUITE 2700
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/06/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN, PRESIDENT AND CEO

PITTSBURGH, PA 15219
(City) (State) (Zip)

4. 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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 09/06/2018 | | S ⁽¹⁾ | 5,000 D | \$ 29.8515 ⁽²⁾ 145,618 | I | By Stephens Inc. FBO James F. Getz Individual Retirement Account ⁽³⁾ |
| Common Stock | 09/07/2018 | | S ⁽¹⁾ | 5,000 D | \$ 29.867 ⁽²⁾ 140,618 | I | By Stephens Inc. FBO James F. Getz Individual |

| | | | |
|--------------|---------|------------------|---|
| Common Stock | 287,173 | I | Retirement Account ⁽³⁾ By Getz Enterprises, L.P. ⁽⁴⁾ |
| Common Stock | 242,331 | D ⁽⁵⁾ | |
| Common Stock | 574,210 | D ⁽⁶⁾ | |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GETZ JAMES F ONE OXFORD CENTRE 301 GRANT STREET, SUITE 2700 PITTSBURGH, PA 15219 | X | | CHAIRMAN, PRESIDENT AND CEO | |

Signatures

/s/ Karla Villatoro de Friedman, General Counsel of TriState Capital Bank,
Attorney-in-Fact

09/09/2018

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).

A portion of the shares were sold by the Reporting Person's IRA, which has as its sole asset shares of common stock of TriState Capital Holdings, Inc. (the "Company"), to provide the IRA with liquid assets sufficient to fund mandatory distributions required to be made to the Reporting Person by the IRA under applicable tax laws. In addition, a portion of the shares were also sold by the Reporting Person's IRA to satisfy estimated tax obligations resulting from the vesting of restricted stock set to occur on January 14, 2019, which restricted stock was previously granted to the Reporting Person pursuant to the Company's 2014 Omnibus Incentive Plan.

(1) The price reported in Column 4 is the average price of the trades on the respective days. The shares were sold in multiple transactions on each day at prices ranging from \$29.85 to \$29.90, 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.

(2) The Reporting Person is the beneficiary of this account.

(3) The Reporting Person is the general partner of this entity.

(4) Owned by the Reporting Person individually.

(5) Shares held jointly by the Reporting Person and his wife.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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