DeChellis Anthony Form 3 November 30, 2018

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement BOSTON PRIVATE FINANCIAL HOLDINGS INC DeChellis Anthony (Month/Day/Year) [BPFH] 11/26/2018 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **BOSTON PRIVATE** (Check all applicable) FINANCIAL HOLDINGS. INC., TEN POST OFFICE \_X\_ Director 10% Owner **SQUARE** X\_ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group CEO and President Filing(Check Applicable Line) \_X\_ Form filed by One Reporting Person BOSTON. MAÂ 02109 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security (Instr. 4) Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock D 130,079 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect Ownership Beneficial Ownership (Instr. 4) **Expiration Date** Securities Underlying Conversion (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	(1)	(1)	Common Stock	59,055	\$ <u>(1)</u>	D	Â
Stock Option	(2)	11/26/2028	Common Stock	125,628	\$ 12.7	D	Â
Stock Option	(3)	11/26/2028	Common Stock	391,850	\$ 12.7	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DeChellis Anthony BOSTON PRIVATE FINANCIAL HOLDINGS, INC. TEN POST OFFICE SQUARE BOSTON, MA 02109	ÂX	Â	CEO and President	Â		

### **Signatures**

/s/ Christopher Cooper, attorney-in-fact for Mr.

DeChellis

11/30/2018

\*\*Signature of Reporting Person Date

## **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) Each Restricted Stock Unit represents a contingent right to receive one share of the Company's common stock. Restricted Stock Units vest in four (4) equal annual installments beginning on November 26, 2019.
- (2) Stock Options vest in four (4) equal annual installments beginning on November 26, 2019.
- Stock Options will vest if (i) the closing price of Company's common stock is at or above \$18.00 per share for 20 consecutive trading (3) days prior to November 26, 2022, and (ii) at the time that the foregoing condition is met, the Company's Tier 1 risk-based capital ratio is at least 6.0%, or such other level as may be required by any governmental agency or other governmental entity.

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.

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