

BRIDGE BANCORP INC  
Form 5  
February 14, 2017

**FORM 5**

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Lindenbaum Nathan  
  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
BRIDGE BANCORP INC [BDGE]

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

C/O MGS PARTNERS, LLC, ONE UNIVERSITY PLAZA, SUITE 407  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2016

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

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

HACKENSACK, NJ 07601  
  
(City) (State) (Zip)

\_\_\_\_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common shares par value \$0.01 per share ("Common Stock") | ^                                    | ^  | ^                              | ^ ^ ^   | 3,889  | D <sup>(1)</sup>   | ^   |
| Common Stock  | ^                                    | ^  | ^                              | ^ ^ ^   | 81,000   | I  | See Footnotes   |

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|              |            |   |    |        |   |          |        |                |   | (1) (2)                    |
|--------------|------------|---|----|--------|---|----------|--------|----------------|---|----------------------------|
| Common Stock | Â          | Â | Â  | Â      | Â | Â        | 97,202 | I              |   | See Footnotes (1) (3)      |
| Common Stock | Â          | Â | Â  | Â      | Â | Â        | 87,327 | I              |   | See Footnotes (1) (4)      |
| Common Stock | 12/02/2016 | Â | S4 | 2,911  | D | \$ 34    | 17,629 | I              |   | See Footnotes (1) (5) (10) |
| Common Stock | 12/07/2016 | Â | S4 | 2,786  | D | \$ 35.6  | 14,843 | I              |   | See Footnotes (1) (5) (11) |
| Common Stock | 12/19/2016 | Â | S4 | 2,632  | D | \$ 38.18 | 12,211 | I              |   | See Footnotes (1) (5) (12) |
| Common Stock | Â          | Â | Â  | Â      | Â | Â        | 60,834 | I              |   | See Footnotes (1) (6)      |
| Common Stock | 12/18/2015 | Â | G4 | 50,197 | D | \$ 0     | 0      | I              |   | See Footnotes (1) (7)      |
| Common Stock | Â          | Â | Â  | Â      | Â | Â        | 50,197 | I              |   | See Footnotes (1) (8)      |
| Common Stock | 12/02/2016 | Â | P4 | 2,911  | A | \$ 34    | 2,911  | D (1) (9) (10) | Â |                            |
| Common Stock | 12/07/2016 | Â | P4 | 2,786  | A | \$ 35.6  | 5,697  | D (1) (9) (11) | Â |                            |
| Common Stock | 12/19/2016 | Â | P4 | 2,632  | A | \$ 38.18 | 8,329  | D (1) (9) (12) | Â |                            |
| Common Stock | 12/05/2016 | Â | G  | 2,911  | D | \$ 0     | 0      | D (1) (9)      | Â |                            |
| Common Stock | 12/09/2016 | Â | G  | 2,786  | D | \$ 0     | 0      | D (1) (9)      | Â |                            |
| Common Stock | 12/21/2016 | Â | G  | 2,632  | D | \$ 0     | 0      | D (1) (9)      | Â |                            |

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

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SEC 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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| 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. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Lindenbaum Nathan<br>C/O MGS PARTNERS, LLC<br>ONE UNIVERSITY PLAZA, SUITE 407<br>HACKENSACK, NJ 07601                       | ^             | ^ X       | ^       | ^     |
| Lindenbaum Shari<br>C/O MGS PARTNERS, LLC<br>ONE UNIVERSITY PLAZA, SUITE 407<br>HACKENSACK, NJ 07601                        | ^             | ^ X       | ^       | ^     |
| Shari A Lindenbaum 2014 Trust<br>C/O MGS PARTNERS, LLC<br>ONE UNIVERSITY PLAZA, SUITE 407<br>HACKENSACK, NJ 07601           | ^             | ^ X       | ^       | ^     |
| Nathan J Lindenbaum 1995 Children Trust<br>C/O MGS PARTNERS, LLC<br>ONE UNIVERSITY PLAZA, SUITE 407<br>HACKENSACK, NJ 07601 | ^             | ^ X       | ^       | ^     |

## Signatures

/s/ Nathan Lindenbaum 02/14/2017  
 \_\_Signature of Reporting Person Date

/s/ Shari A. Lindenbaum 02/14/2017  
 \_\_Signature of Reporting Person Date

Shari A. Lindenbaum 2014 Trust;  
 By: /s/ Nathan Lindenbaum, 02/14/2017  
 Trustee  
 \_\_Signature of Reporting Person Date

Nathan J. Lindenbaum 1995  
Children's Trust; By: /s/ Shari A.  
Lindenbaum, Trustee

02/14/2017

\_\_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).  
This Form 5 is filed on behalf of Nathan Lindenbaum, Shari A. Lindenbaum, Shari 2014 and Nathan 1995 (the "Reporting Persons"). Nathan Lindenbaum directly holds Common Stock and is trustee of Abigail 2012, Victoria and Ben 2012 and Shari 2014 and is the managing member of MGS and may be deemed to have a pecuniary interest in the Common Stock held directly by such entities. Shari A. Lindenbaum is the manager of Naftali Asher and trustee of Nathan 2015 and may be deemed to have a pecuniary interest in the Common Stock held by such entities. Nathan Lindenbaum and Shari A. Lindenbaum are husband and wife, and each may be deemed to have a pecuniary interest in the Common Stock held directly by the other.
- (1) Common Stock held directly by MGS Partners, LLC ("MGS").
  - (2) Common Stock held directly by Abigail Tambor 2012 Children's Trust ("Abigail 2012").
  - (3) Common Stock held directly by Victoria and Benjamin Feder 2012 Children's Trust ("Victoria and Ben 2012").
  - (4) Common Stock held directly by Shari A. Lindenbaum 2014 Trust ("Shari 2014").
  - (5) Common Stock held directly by Naftali Asher Investments, LLC ("Naftali Asher").
  - (6) On December 18, 2015, J. Lindenbaum 1995 Children's Trust ("Nathan 1995") gifted all shares of Common Stock held by it to Nathan J. Lindenbaum 2015 Trust ("Nathan 2015").
  - (7) Common Stock held directly by Nathan 2015.
  - (8) Common Stock held directly by Shari A. Lindenbaum.
  - (9) In accordance with the trust agreement of Shari 2014, Shari A. Lindenbaum substituted cash for shares of Common Stock at a price of \$34.00 per share.
  - (10) In accordance with the trust agreement of Shari 2014, Shari A. Lindenbaum substituted cash for shares of Common Stock at a price of \$35.60 per share.
  - (11) In accordance with the trust agreement of Shari 2014, Shari A. Lindenbaum substituted cash for shares of Common Stock at a price of \$38.18 per share.
  - (12)

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.