

TriState Capital Holdings, Inc.
Form 4
May 14, 2013

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lovell Minnick Partners LLC

(Last) (First) (Middle)

150 N. RADNOR CHESTER
ROAD, SUITE A200

(Street)

RADNOR, PA 19087

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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	(A) or (D)	Price
Common Stock	05/14/2013		J ⁽¹⁾		3,373,693	A	\$ 0 (3)
							3,373,693
							I
							By LM III TriState Holdings LLC ⁽⁴⁾
Common Stock	05/14/2013		J ⁽²⁾		1,504,356	A	\$ 0 (3)
							1,504,356
							I
							By LM III-A TriState Holdings LLC ⁽⁵⁾

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Underlying Shares
Perpetual Convertible Preferred Stock, Series C	(3)	05/14/2013		C	33,763.927	08/10/2012	(6)	Common Stock	3,375,000
Perpetual Convertible Preferred Stock, Series C	(3)	05/14/2013		C	15,043.561	08/10/2012	(6)	Common Stock	1,500,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lovell Minnick Partners LLC 150 N. RADNOR CHESTER ROAD, SUITE A200 RADNOR, PA 19087			X	

Signatures

/s/ Jennings J.
Newcom 05/14/2013

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).

- Shares of the issuer's common stock were acquired as a result of conversion of 33,763.927 shares of the issuer's Perpetual Convertible Preferred Stock, Series C ("Series C Preferred"), pursuant to an agreement entered into in connection with the closing of the initial public offering of the issuer (the "IPO") and the subscription and purchase of 0.3 shares of issuer's common stock from the issuer.

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- (2) Shares of the issuer's common stock were acquired as a result of conversion of 15,043,561 shares of the issuer's Series C Preferred pursuant to an agreement entered into in connection with the closing of the IPO.
- (3) The issuers Series C Preferred was converted into shares of the issuer's common stock, with a conversion ratio of 100 shares of common stock for each share of Series C Preferred.
- (4) Lovell Minnick Partners LLC is the managing member of Fund III UGP LLC, which is, in turn, the general partner of Lovell Minnick Equity Advisors III, LP, which is, in turn, the general partner of Lovell Minnick Equity Partners III LP. Lovell Minnick Equity Partners III LP is the managing member of LM III TriState Holdings LLC. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of a pecuniary interest therein, if any.
- (5) Lovell Minnick Partners LLC is the managing member of Fund III UGP LLC, which is, in turn, the general partner of Lovell Minnick Equity Advisors III, LP, which is, in turn, the general partner of Lovell Minnick Equity Partners III-A LP. Lovell Minnick Equity Partners III-A LP is the managing member of LM III-A TriState Holdings LLC. The Reporting Person disclaims beneficial ownership of such shares, except to the extent of a pecuniary interest therein, if any.
- (6) The issuer's Series C Preferred is perpetual and does not have an expiration date.

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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