#### MAHONEY CORNELIUS D

Form 4

February 01, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

BERKSHIRE HILLS BANCORP

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue.

Symbol

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MAHONEY CORNELIUS D

|   |   |  | INC [BHLB]   |  |                     | (Check all applicable) |            |   |  |   |  |
|---|---|--|--|--|---------------------|------------------------|------------|---|--|---|--|
| (Month)   |   |  |  | Oate of Earliest Transaction<br>onth/Day/Year)<br>/30/2018 |                     |                        |            | _X_ Director 10% Owner<br>Officer (give title Other (specify below)   |  |   |  |
| (Street) 4. If A  |   |  | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |                     |                        |            | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |   |  |
| PITTSFIELD, MA 01201  |   |  |  |  |                     |                        |            | Person  |  |   |  |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |  |  |  |                     |                        |            |   | lly Owned  |   |  |
| 1.Title of<br>Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Year) |  | n Date, if   | 3.<br>Transaction<br>Code<br>(Instr. 8)                    | Disposed (Instr. 3, | l (A) o<br>l of (D     | <b>)</b> ) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                      | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |
| Common<br>Stock   | 01/30/2018                              |  |  | A  | 930                 | A                      | \$0        | 930   | I  | By Stock<br>Award XI                                  |  |
| Common<br>Stock   |   |  |  |  |                     |                        |            | 16,505 <u>(5)</u>   | D  |   |  |
| Common<br>Stock   |   |  |  |  |                     |                        |            | 0 (5)   | I  | By Stock<br>Award<br>VIII (1)                         |  |
| Common<br>Stock   |   |  |  |  |                     |                        |            | 420 (5)   | I  | By Stock<br>Award IX                                  |  |

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

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.

SEC 1474

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |                     | ate                | 7. Titl<br>Amou<br>Under<br>Secur<br>(Instr. | int of<br>lying                        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) |  |
|---|---|--------------------------------------|---|--|---|---------------------|--------------------|--|--|---|--|
|   |   |                                      |   | Code V                                 | (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |

# **Reporting Owners**

| Reporting Owner Name / Address          | Relationships |           |               |  |  |  |  |
|---|---------------|-----------|---------------|--|--|--|--|
| ·r· · · · · · · · · · · · · · · · · · · | Director      | 10% Owner | Officer Other |  |  |  |  |
| MAHONEY CORNELIUS D                     |               |           |               |  |  |  |  |
| 24 NORTH STREET                         | X             |           |               |  |  |  |  |
| PITTSFIELD, MA 01201                    |               |           |               |  |  |  |  |

# **Signatures**

/s/ Marc P. Levy, pursuant to power of attorney

\*\*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).
- (1) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2011 Equity Compensation Plan vest in three equal annual installments beginning on January 30, 2016.
- (2) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2013 Equity Compensation Plan vest in three equal annual installments beginning on January 30, 2017.

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- (3) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2013 Equity Compensation Plan vest in three equal annual installments beginning on January 30, 2018.
- (4) Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2013 Equity Compensation Plan vest in three equal annual installments beginning on January 30, 2019.
- (5) Since the reporting person's last report, 468 shares previously held through Stock Award VII, 420 shares previously held through Stock Award IX and 328 shares previously held through Stock Award X have vested and are now owned directly.

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.