

## Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

**Part I Reporting Issuer**

<b>1</b> Issuer's name  <b>Bridge Bancorp, Inc.</b>		<b>2</b> Issuer's employer identification number (EIN)  <b>11-2934195</b>	
<b>3</b> Name of contact for additional information  <b>Howard H. Nolan</b>	<b>4</b> Telephone No. of contact  <b>(631) 537-1000</b>	<b>5</b> Email address of contact  <b>HNolan@bridgenb.com</b>	
<b>6</b> Number and street (or P.O. box if mail is not delivered to street address) of contact  <b>2200 Montauk Highway</b>		<b>7</b> City, town, or post office, state, and Zip code of contact  <b>Bridgehampton, NY 11932</b>	
<b>8</b> Date of action  <b>May 27, 2011</b>		<b>9</b> Classification and description  <b>Bridge Bancorp, Inc. Common Stock</b>	
<b>10</b> CUSIP number  <b>108035106</b>	<b>11</b> Serial number(s)	<b>12</b> Ticker symbol  <b>BDGE</b>	<b>13</b> Account number(s)

**Part II Organizational Action** Attach additional statements if needed. See back of form for additional questions.

**14** Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On May 27, 2011, Bridge Bancorp, Inc. completed its acquisition of Hamptons State Bank through the merger of Hamptons State Bank with and into Bridge Bancorp, Inc.'s banking subsidiary, The Bridgehampton National Bank (the "Merger"). As a result of the Merger, shareholders of Hamptons State Bank ("Hamptons Shareholders") exchanged each share of their common stock of Hamptons State Bank ("Hamptons Stock") for the right to receive 0.3434 shares of Bridge Bancorp, Inc. common stock ("Bridge Stock"). Hamptons Shareholders also received cash in lieu of fractional shares based on the average closing price of the Bridge Stock for the five consecutive trading days ended May 26, 2011.**

**15** Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **The Merger qualifies as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code"). As such, in general, the aggregate tax basis of the shares of Company common stock received by a Hamptons Shareholder (including any fractional share interest deemed to be received and exchanged for cash) will equal the aggregate tax basis in the shares of Hamptons Stock surrendered in the exchange, less any basis attributable to fractional share interests in Hamptons Stock for which cash is received.**

**16** Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **See Attachment 1 for further details.**



**ATTACHMENT 1**

**BRIDGE BANCORP, INC.  
FORM 8937  
BOX 16**

**Example:**

The following example illustrates the method by which a former Hamptons Shareholder could determine his or her tax basis in the Bridge Stock received in the Merger. The example assumes that the shareholder is an individual U.S. citizen or resident who acquired his or her shares of Hamptons Stock in one block at the same price for cash and holds such shares as capital assets. The example does not address any special rules that may apply to a particular shareholder (including shares received as compensation), nor do they address the consequences of any state, local or foreign tax laws.

**Number of shares of Hamptons Stock held prior to the Merger – 100 shares**

**Tax basis in each share of Hamptons Stock - \$5**

**Aggregate tax basis in Hamptons Stock - \$500 (100 shares x \$5)**

**Fair market value of each share of Bridge Stock received in the merger - \$21.45 (average highest and lowest price on May 26, 2011)**

**Fair market value of Bridge Stock for purposes of determining fractional share payment - \$21.24 (average closing price of Bridge Stock for the five consecutive trading days ended May 26, 2011)**

1. Cost Basis in Hamptons Stock: (100 x \$5)	\$ 500.00
2. Total Merger Consideration:	
Bridge Stock received (34 shares x \$21.45)	\$ 729.30
Value of Fractional Share (0.34 x \$21.24)	7.22
Total Consideration	\$ 736.52
3. Realized Gain:	
Total Consideration (see Line 2)	\$ 736.52
Less: Cost basis in Hamptons Stock (see above)	500.00
Realized Gain	\$ 236.52

4. Recognized Gain:

Determined as the lesser of Realized Gain and Cash Received (not including cash in lieu of the fractional share)	\$	0
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5. Tax Basis in Bridge Stock Received in the Merger

Basis in Hamptons Stock	\$	500.00
Less: Cash Amount Received		0.00
Plus: Recognized Gain		<u>0.00</u>
Basis in Company Shares	\$	500.00

6. Taxable Gain on Fractional Share

Cash paid in lieu of fractional share (0.34 x \$21.24)	\$	7.22
Less: Basis attributable to fractional share (0.34/34.34 x \$500)		<u>-4.95</u>
Taxable Gain	\$	2.27

7. Final Adjusted Tax Basis in Bridge Stock

Basis in Bridge Stock received (including fractional share)	\$	500.00
Less: Basis attributable to fractional share		<u>-4.95</u>
Basis in Bridge Stock	\$	495.05
Per Share Basis (\$495.05/34)	\$	14.56

**The calculations set forth above are for illustrative purposes only and should not be considered tax advice. You are urged to discuss your specific tax situation with your tax advisor.**

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The information in this document does not constitute tax advice and is not intended or written to be used, and cannot be used, for the purposes of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending any transaction or matter addressed herein.

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