FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person*  BASSWOOD CAPITAL  MANAGEMENT, L.L.C.	2. Issuer Name and BRIDGE BAN				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner					
(Last) (First) (Middl 645 MADISON AVENUE, 10TH FLOOR	3. Date of Earliest Tr 03/21/2019	ansactio	on (Mo	onth/Day/Year)	Officer (give title X Other (specify below)  Director-by-Deputization					
(Street) NEW YORK NY 1002 (City) (State) (Zip)	4. If Amendment, Da	te of Ori	iginal	Filed (Month/E	6. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person  X Form filed by More than One Reporting Person					
Table I -	Non-Deriva	tive Securities A	Acquii	red.	Disposed •	of, or	Benefic	cially Owned		
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Yes		2A. Deemed Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(iiiau. 4)
Common Stock, par value \$0.01 per share ("Common Stock")	03/21/2019	)	S		379	D	\$29.71	319,256	I	See footnotes <sup>(1)(2)</sup>
Common Stock	03/21/2019	)	S		52	D	\$28.82	319,204	I	See footnotes <sup>(1)(2)</sup>
Common Stock	03/21/2019		S		2,091	D	\$29.71	102,078	I	See footnotes <sup>(1)(3)</sup>
Common Stock	03/21/2019	)	S		284	D	\$28.82	2 101,794	I	See footnotes <sup>(1)(3)</sup>
Common Stock	03/21/2019	)	S		8,975	D	\$29.71	687,907	I	See footnotes <sup>(1)(4)</sup>
Common Stock	03/21/2019	)	S		1,219	D	\$28.82	2 686,688	I	See footnotes <sup>(1)(4)</sup>
Common Stock 03/22/2019		)	S		40	D	\$27.95	319,164	I	See footnotes <sup>(1)(2)</sup>
Common Stock	03/22/2019	)	S		4,935	D	\$27.65	314,229	I	See footnotes <sup>(1)(2)</sup>
Common Stock	03/22/2019	)	S		219	D	\$27.95	5 101,575	I	See footnotes <sup>(1)(3)</sup>
Common Stock	03/22/2019	)	S		27,237	D	\$27.65	74,338	I	See footnotes <sup>(1)(3)</sup>
Common Stock	03/22/2019	)	S		941	D	\$27.95	685,747	I	See footnotes <sup>(1)(4)</sup>
Common Stock 03/22/20:		)	S		116,891	D	\$27.65	5 568,856	I	See footnotes <sup>(1)(4)</sup>
Common Stock								698,173	I	See footnotes <sup>(1)(5)</sup>
Common Stock								30,136	I	See footnotes <sup>(1)(6)</sup>
Common Stock								115,726	I	See footnotes <sup>(1)(7)</sup>
Common Stock								30,870	I	See footnotes <sup>(1)(8)</sup>
Common Stock								138,282	I	See footnotes <sup>(1)(9)</sup>
Common Stock								161,934.9549	I	See footnotes <sup>(1)(10)</sup>

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. Nu	mber ative rities ired osed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
		Reporting Person* APITAL MA	NAGEMENT	Γ,											
(Last)	DISON AV	(First) ENUE, 10TH FL	(Middle)												
(Street) NEW YO	ORK	NY	10022		_										
(City)		(State)	(Zip)		_										
		Reporting Person*	A												
		(First) TAL MANAGE ENUE 10TH FL													
(Street) NEW Y	ORK	NY	10022		_										
(City)		(State)	(Zip)		_										
		Reporting Person*	<u>D</u>												
(Last)	OOD CAP	(First)	(Middle) MENT, L.L.C.		- $ $										

645 MADISON AVENUE, 10TH FLOOR

NY

1. Name and Address of Reporting  $\mathsf{Person}^{\star}$ 

(State)

(First)

NY

(State)

(First)

645 MADISON AVENUE, 10TH FLOOR

**BASSWOOD ENHANCED LONG SHORT** 

C/O BASSWOOD CAPITAL MANAGEMENT, L.L.C.

1. Name and Address of Reporting Person\*

BASSWOOD FINANCIAL FUND, INC.

BASSWOOD CAPITAL MANAGEMENT L.L.C. 645 MADISON AVENUE, 10TH FLOOR

10022

(Zip)

(Middle)

10022

(Zip)

(Middle)

(Street)

(City)

(Street)
NEW YORK

**FUND LP** 

(Last)

(Street)

NEW YORK

NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  BASSWOOD PARTNERS, L.L.C.								
(Last) (First) (Middle) C/O BASSWOOD CAPITAL MANAGEMENT L.L.C. 645 MADISON AVENUE, 10TH FLOOR								
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  BASSWOOD ENHANCED LONG SHORT GP,  LLC								
(Last) (First) (Middle) C/O BASSWOOD CAPITAL MANAGEMENT L.L.C. 645 MADISON AVENUE, 10TH FLOOR								
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						
1. Name and Address of Reporting Person*  BASSWOOD OPPORTUNITY PARTNERS,  L.P.								
(Last) (First) (Middle) C/O BASSWOOD CAPITAL MANAGEMENT, L.L.C. 645 MADISON AVENUE, 10TH FLOOR								
(Street) NEW YORK	NY	10022						
(City)	(State)	(Zip)						

#### Explanation of Responses:

- 1. See Exhibit 99.1
- 2. See Exhibit 99.1
- 3. See Exhibit 99.1
- 4. See Exhibit 99.1
- 5. See Exhibit 99.1
- 6. See Exhibit 99.1
- 7. See Exhibit 99.1
- 8. See Exhibit 99.1
- 9. See Exhibit 99.1 10. See Exhibit 99.1

#### Remarks:

Exhibit List: ------ Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filer Information Exhibit 99.3 - Joint Filers' Signatures

**BASSWOOD CAPITAL** MANAGEMENT, L.L.C., /s/

03/22/2019

Matthew Lindenbaum

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Designated Filer: Basswood Capital Management, L.L.C.

Issuer & Ticker Symbol: Bridge Bancorp, Inc. [BDGE]

Date of Event Requiring Statement: March 21, 2019

#### Explanation of Responses:

1. This Form 4 is filed on behalf of Matthew Lindenbaum, Bennett Lindenbaum, Basswood Financial Fund, Inc. ("BFF, Inc."), Basswood Opportunity Partners, LP ("BOP"), Basswood Enhanced Long Short Fund, L.P. ("BELS"), Basswood Enhanced Long Short GP, LLC, Basswood Partners, L.L.C. and Basswood Capital Management, L.L.C. (collectively, the "Reporting Persons"). Basswood Capital Management, L.L.C. is the investment manager or adviser to BFF, Inc., BOP, BELS, Basswood Financial Fund, LP ("BFF"), Basswood Financial Long Only Fund, LP ("BFLOF") and Basswood Opportunity Fund, Inc. ("BOF") (collectively, the "Funds") and certain separate managed accounts managed by Basswood Capital Management, L.L.C. (the "Managed Accounts") and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds and held in the Managed Accounts. Basswood Partners, L.L.C. is the general partner of BFF, BOP and BFLOF, and may be deemed to have a pecuniary interest in the Common Stock held directly by BFF, BOP and BLOF. Basswood Enhanced Long Short GP, LLC is the general partner of BELS and may be deemed to have a pecuniary interest in the Common Stock held directly by BELS. Matthew Lindenbaum and Bennett Lindenbaum are the managing members of Basswood Capital Management, L.L.C. and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds and held in the Managed Accounts, and also directly hold shares of Common Stock. In accordance with Instruction 4(b)(iv), the entire amount of Common Stock that are beneficially owned by the Funds or Managed Accounts, except to the extent of any direct or indirect pecuniary interest therein. Basswood Capital Management, L.L.C. and Basswood Partners, L.L.C. also disclaim beneficial ownership of the shares held directly by Matthew Lindenbaum and Bennett Lindenbaum. Matthew Lindenbaum and Bennett Lindenbaum and bennett

Matthew Lindenbaum, a managing member of Basswood Capital Management, L.L.C, serves on the board of directors of the Issuer as a representative of the Reporting Persons. As a result, each of the Reporting Persons is a "director-by-deputization" solely for purposes of Section 16 of the Exchange Act. By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), each of the Reporting Persons may be deemed to be a beneficial owner of the shares of Common Stock issued to Matthew Lindenbaum.

- Common Stock held directly by BOP.
- 3. Common stock held directly by BFF, Inc.
- Common stock held directly by BELS.
- 5. Common Stock held directly by certain separate accounts managed by Basswood Capital Management, L.L.C.
- 6. Common Stock held directly by BOF.
- 7. Common Stock held directly by BFF.
- 8. Common Stock held directly by BFLOF.
- 9. Common Stock held directly by Bennett Lindenbaum.
- 10. Common Stock held directly by Matthew Lindenbaum, which includes 919.9548 shares of Common Stock underlying a restricted stock unit award. This number includes shares received as part of a dividend reinvestment program.

Remarks:

Designated Filer: Basswood Capital Management, L.L.C.

Issuer & Ticker Symbol: Bridge Bancorp, Inc. [BDGE]

Date of Event Requiring Statement: March 21, 2019

#### **Exhibit 99.2 - Joint Filer Information**

Joint Filers:

1. Name: Matthew Lindenbaum

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10th Floor

New York, NY 10022

2. Name: Bennett Lindenbaum

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10th Floor

New York, NY 10022

3. Name: Basswood Capital Management, L.L.C.

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10th Floor

New York, NY 10022

4. Name: Basswood Financial Fund, Inc.

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10th Floor

New York, NY 10022

5. Name: Basswood Enhanced Long Short Fund, LP

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10<sup>th</sup> Floor

New York, NY 10022

6. Name: Basswood Partners, L.L.C.

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue,  $10^{\mathrm{th}}$  Floor

New York, NY 10022

7. Name: Basswood Enhanced Long Short GP, LLC

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10<sup>th</sup> Floor

New York, NY 10022

8. Name: Basswood Opportunity Partners, LP

Address: c/o Basswood Capital Management, LLC

645 Madison Avenue, 10th Floor

New York, NY 10022

Designated Filer: Issuer & Ticker Symbol: Date of Event Requiring Statement:

Basswood Capital Management, L.L.C. Bridge Bancorp, Inc. [BDGE]

March 21, 2019

# Joint Filers' Signatures

/s/ Matthew Lindenbaum Matthew Lindenbaum

/s/ Bennett Lindenbaum Bennett Lindenbaum

#### Basswood Capital Management, L.L.C.

By: <u>/s/ Matthew Lindenbaum</u>
Name: Matthew Lindenbaum
Title: Managing Member

# **Basswood Financial Fund, Inc.**

By: Basswood Capital Management, L.L.C.

By: <u>/s/ Matthew Lindenbaum</u> Name: Matthew Lindenbaum Title: Managing Member Designated Filer: Issuer & Ticker Symbol: Date of Event Requiring Statement: Basswood Capital Management, L.L.C. Bridge Bancorp, Inc. [BDGE]

March 21, 2019

#### **Basswood Enhanced Long Short Fund, LP**

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum Title: Managing Member

### Basswood Partners, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum Title: Managing Member

#### Basswood Enhanced Long Short GP, LLC

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum Title: Managing Member

Designated Filer: Basswood Capital Management, L.L.C. Bridge Bancorp, Inc. [BDGE] March 21, 2019 Issuer & Ticker Symbol:

Date of Event Requiring Statement:

# **Basswood Opportunity Partners, LP**

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum Title: Managing Member