

BRIDGE BANCORP INC
Form SC 13D/A
June 29, 2016

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
(Under the Securities Exchange Act of 1934)
(Amendment No. 1)*

Bridge Bancorp, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

108035106
(CUSIP Number)

Basswood Capital Management, L.L.C.
645 Madison Avenue, 10th Floor
New York, NY 10022
Attn: Matthew Lindenbaum

With a copy to:

Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019
Attn: Michael A. Schwartz, Esq.

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

June 21, 2016

(Date of Event which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to * the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Capital Management,
 L.L.C.
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 AF
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 1,251,076
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 1,251,076
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person
 1,251,076

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

7.2%

14. Type of Reporting Person (See
Instructions)

IA

2

CUSIP No. 108035106

1. Name of Reporting Person
Basswood Partners, L.L.C.
Check the Appropriate Box if a
Member of a Group (See
2. Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
331,280
9. Sole Dispositive Power
0
10. Shared Dispositive Power
331,280
11. Aggregate Amount Beneficially
Owned by Each Reporting Person
331,280

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
1.9%

14. Type of Reporting Person (See
Instructions)
OO

3

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Enhanced Long Short
 GP, LLC
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 AF
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 512,228
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 512,228
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person
 512,228

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
2.9%

14. Type of Reporting Person (See
Instructions)
OO

4

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Opportunity Partners,
 LP
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 225,109
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 225,109
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

225,109

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

1.3%

14. Type of Reporting Person (See Instructions)

PN

5

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Opportunity Fund, Inc.
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Cayman Islands
7. Sole Voting Power
 0
8. Shared Voting Power
 112,894
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 112,894
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 112,894

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.7%

14. Type of Reporting Person (See
Instructions)

CO

6

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Enhanced Long Short Fund, LP
 Check the Appropriate Box if a Member of a Group (See Instructions)
2. (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Delaware
7. Sole Voting Power
 0
8. Number of Shares Beneficially Owned by Each Reporting Person With Shared Voting Power
 512,228
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 512,228
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 512,228

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
2.9%

14. Type of Reporting Person (See
Instructions)
PN

7

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Fund, LP
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 82,596
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 82,596
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 82,596

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.5%

14. Type of Reporting Person (See
Instructions)

PN

8

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Fund, Inc.
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Cayman Islands
7. Sole Voting Power
 0
8. Shared Voting Power
 29,865
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 29,865
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person
 29,865

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.2%

14. Type of Reporting Person (See
Instructions)

CO

9

CUSIP No. 108035106

1. Name of Reporting Person
 Basswood Financial Long Only
 Fund, LP
 Check the Appropriate Box if a
 Member of a Group (See
2. Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 WC
5. Check if Disclosure of Legal
 Proceedings Is Required Pursuant
 to Items 2(d) or 2(e)
6. Citizenship or Place of
 Organization
 Delaware
7. Sole Voting Power
 0
8. Shared Voting Power
 23,575
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 23,575
11. Aggregate Amount Beneficially
 Owned by Each Reporting Person

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person
 With

23,575

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.1%

14. Type of Reporting Person (See Instructions)

PN

10

CUSIP No. 108035106

1. Name of Reporting Person
BCM Select Equity I Master, Ltd.
Check the Appropriate Box if a
Member of a Group (See
2. Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
Cayman Islands
7. Sole Voting Power
0
8. Shared Voting Power
0
9. Sole Dispositive Power
0
10. Shared Dispositive Power
0
11. Aggregate Amount Beneficially
Owned by Each Reporting Person
0

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.0%

14. Type of Reporting Person (See
Instructions)
CO

11

CUSIP No. 108035106

1. Name of Reporting Person
Matthew Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
161,015
8. Shared Voting Power
1,251,076
9. Sole Dispositive Power
161,015
10. Shared Dispositive Power
1,251,076
11. Aggregate Amount Beneficially Owned by Each Reporting Person
1,412,091

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
8.1%

14. Type of Reporting Person (See
Instructions)
IN/HC

12

CUSIP No. 108035106

1. Name of Reporting Person
Bennett Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
138,282
8. Shared Voting Power
1,251,076
9. Sole Dispositive Power
138,282
10. Shared Dispositive Power
1,251,076
11. Aggregate Amount Beneficially Owned by Each Reporting Person
1,389,358

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

8.0%

14. Type of Reporting Person (See
Instructions)

IN/HC

13

CUSIP No. 108035106

1. Name of Reporting Person
Abigail Tambor 2012 Children's Trust
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
97,202
9. Sole Dispositive Power
0
10. Shared Dispositive Power
97,202
11. Aggregate Amount Beneficially Owned by Each Reporting Person
97,202

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.6%

14. Type of Reporting Person (See
Instructions)
OO

14

CUSIP No. 108035106

1. Name of Reporting Person
Nathan Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
PF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
3,913
8. Shared Voting Power
402,236
9. Sole Dispositive Power
3,913
10. Shared Dispositive Power
402,236
11. Aggregate Amount Beneficially Owned by Each Reporting Person
406,149

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

2.3%

14. Type of Reporting Person (See
Instructions)

IN

15

CUSIP No. 108035106

1. Name of Reporting Person
Nathan J Lindenbaum 1995
Children Trust
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New Jersey
7. Sole Voting Power
0
8. Shared Voting Power
50,197
9. Sole Dispositive Power
0
10. Shared Dispositive Power
50,197
11. Aggregate Amount Beneficially Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

50,197

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.3%

14. Type of Reporting Person (See Instructions)

OO

16

CUSIP No. 108035106

1. Name of Reporting Person
Naftali Asher Investments LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
Delaware
7. Sole Voting Power
0
8. Shared Voting Power
65,970
9. Sole Dispositive Power
0
10. Shared Dispositive Power
65,970
11. Aggregate Amount Beneficially Owned by Each Reporting Person
65,970

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.4%

14. Type of Reporting Person (See
Instructions)
OO

17

CUSIP No. 108035106

1. Name of Reporting Person
Victoria and Benjamin Feder 2012
Children's Trust
2. Check the Appropriate Box if a
Member of a Group (See
Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
87,327
9. Sole Dispositive Power
0
10. Shared Dispositive Power
87,327
11. Aggregate Amount Beneficially
Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

87,327

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.5%

14. Type of Reporting Person (See Instructions)

OO

18

CUSIP No. 108035106

1. Name of Reporting Person
Victoria and Ben Feder's 1996
Children's Trust
2. Check the Appropriate Box if a
Member of a Group (See
Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
New York
7. Sole Voting Power
0
8. Shared Voting Power
9,875
9. Sole Dispositive Power
0
10. Shared Dispositive Power
9,875
11. Aggregate Amount Beneficially
Owned by Each Reporting Person

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With

9,875

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11)

0.1%

14. Type of Reporting Person (See Instructions)

OO

19

CUSIP No. 108035106

1. Name of Reporting Person
 Marcel Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 PF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 United States
7. Sole Voting Power
 68,937
8. Shared Voting Power
 0
9. Sole Dispositive Power
 68,937
10. Shared Dispositive Power
 0
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 68,937

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.4%

14. Type of Reporting Person (See
Instructions)

IN

20

CUSIP No. 108035106

1. Name of Reporting Person
Shari A. Lindenbaum 1994
Children's Trust
2. Check the Appropriate Box if a
Member of a Group (See
Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal
Proceedings Is Required Pursuant
to Items 2(d) or 2(e)
6. Citizenship or Place of
Organization
New Jersey
7. Sole Voting Power
0
8. Shared Voting Power
20,540
9. Sole Dispositive Power
0
10. Shared Dispositive Power
20,540
11. Aggregate Amount Beneficially
Owned by Each Reporting Person
20,540

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.1%

14. Type of Reporting Person (See
Instructions)

OO

21

CUSIP No. 108035106

1. Name of Reporting Person
 Shari A. Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
 (a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
 AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
 United States
7. Sole Voting Power
 0
8. Shared Voting Power
 116,167
9. Sole Dispositive Power
 0
10. Shared Dispositive Power
 116,167
11. Aggregate Amount Beneficially Owned by Each Reporting Person
 116,167

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.7%

14. Type of Reporting Person (See
Instructions)

IN

22

CUSIP No. 108035106

1. Name of Reporting Person
Ray Lindenbaum
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
0
8. Shared Voting Power
9,875
9. Sole Dispositive Power
0
10. Shared Dispositive Power
9,875
11. Aggregate Amount Beneficially Owned by Each Reporting Person
9,875

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)
0.1%

14. Type of Reporting Person (See
Instructions)
IN

23

CUSIP No. 108035106

1. Name of Reporting Person
Shai Tambor
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
AF
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
United States
7. Sole Voting Power
0
8. Shared Voting Power
184,529
9. Sole Dispositive Power
0
10. Shared Dispositive Power
184,529
11. Aggregate Amount Beneficially Owned by Each Reporting Person
184,529

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

1.1%

14. Type of Reporting Person (See
Instructions)

IN

24

CUSIP No. 108035106

1. Name of Reporting Person
MGS Partners, LLC
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
WC
5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
6. Citizenship or Place of Organization
New Jersey
7. Sole Voting Power
0
8. Shared Voting Power
81,000
9. Sole Dispositive Power
0
10. Shared Dispositive Power
81,000
11. Aggregate Amount Beneficially Owned by Each Reporting Person
81,000

12. Check if the Aggregate Amount in
Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by
Amount in Row (11)

0.5%

14. Type of Reporting Person (See
Instructions)

OO

25

This Amendment No. 1 to Schedule 13D (this “Amendment No. 1”) is being filed with respect to the common stock, par value \$0.01 per share (the “Common Stock”), of Bridge Bancorp, Inc. (the “Issuer”), to amend the Schedule 13D filed on June 29, 2015 (as amended by this Amendment No. 1, the “Schedule 13D”).

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Schedule 13D is amended to reflect the following:

The Funds (other than Basswood Opportunity Partners, LP and Basswood Opportunity Fund, Inc.) and a managed account expended an aggregate of \$22,502,143 in cash (including commissions, if any) from their working capital to acquire the 913,073 shares of Common Stock directly owned by them. Basswood Opportunity Partners, LP acquired the 225,109 shares of Common Stock directly owned by it upon conversion in the Merger (as defined in Item 4) of its shares of common stock of Community (as defined in Item 4). Basswood Opportunity Fund, Inc. acquired the 112,894 shares of Common Stock directly owned by it upon conversion in the Merger of its shares of common stock of Community.

The Lindenbaum Reporting Persons directly holding shares of Common Stock acquired all such shares upon conversion in the Merger of shares of Common Stock of Community owned by them.

The Funds and managed account generally effect purchases through margin accounts maintained for them with each of J.P Morgan Securities LLC, Morgan Stanley & Co., and BNP Paribas Prime Brokerage, which may extend margin credit to the Funds and managed account as and when required to open or carry positions in the margin accounts, subject to applicable Federal margin regulations, stock exchange rules and the firm’s credit policies. In such instances, the positions held in the margin accounts are pledged as collateral security for the repayment of debit balances in the accounts.

Item 5. Interest in Securities of the Issuer

Items 5(a), 5(b) and 5(c) of the Schedule 13D are amended to reflect the following:

(a) and (b) As of the date of this Schedule 13D, each of the Reporting Persons beneficially owns shares of Common Stock in such numbers as set forth on the cover pages of this Schedule 13D. The total number of shares each of the Reporting Persons beneficially owns represents such percentages of the Common Stock outstanding as set forth on the cover pages to this Schedule 13D. The beneficial ownership percentages in this Schedule 13D are calculated based upon the 17,458,781 shares of Common Stock outstanding as of May 6, 2016, as reported in the Issuer’s Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (the “Commission”) for the quarterly period ended March 31, 2016 and filed on May 10, 2016.

The Management Company, Matthew Lindenbaum and Bennett Lindenbaum share voting and dispositive power over the 1,251,076 shares of Common Stock held directly by the Funds and a managed account. Basswood Partners, the Management Company, Matthew Lindenbaum and Bennett Lindenbaum share voting and dispositive power over the 331,280 shares of Common Stock held directly by Basswood Financial Fund, LP, Basswood Opportunity Partners, LP and Basswood Financial Long Only Fund, LP. Basswood Long Short GP, the Management Company, Matthew Lindenbaum and Bennett Lindenbaum share voting and dispositive power over the 512,228 shares of Common Stock held directly by Basswood Enhanced Long Short Fund, LP. Nathan Lindenbaum has voting and dispositive power over the 81,000 shares of Common Stock held directly by MGS Partners, LLC and the 20,540 shares of Common Stock held directly by the Shari A. Lindenbaum 1994 Children’s Trust. Nathan Lindenbaum and Shai Tambor share voting and dispositive power over the 97,202 shares of Common Stock held directly by Abigail Tambor 2012 Children’s Trust and the 87,327 shares of Common Stock held directly by the Victoria and Benjamin Feder 2012 Children’s Trust. Nathan Lindenbaum and Shari A. Lindenbaum share voting and dispositive power over the 50,197 shares of Common Stock held directly by Nathan J Lindenbaum 1995 Children Trust and the 65,970 shares of Common Stock held directly by Naftali Asher Investments LLC. Ray Lindenbaum has voting and dispositive power over the 9,875 shares of Common Stock held directly by the Victoria and Ben Feder’s 1996 Children’s Trust.

By virtue of the relationships among the Basswood Reporting Persons and family relationships among Matthew and Bennett Lindenbaum and the Lindenbaum Reporting Persons, the Reporting Persons may be deemed to be a “group” within the meaning of Section 13(d)(3) of the Securities Exchange Act of 1934 and Rule 13d-5(b)(1) thereunder. If deemed to be a “group”, such persons would collectively beneficially own 11.7% of the Common Stock. Each of the Reporting Persons expressly disclaims voting or

investment power with respect to shares of Common Stock beneficially owned by each other Reporting Person, except to the extent otherwise disclosed in this Schedule 13D.

(c) During the past sixty days, the Reporting Persons have effected the trades in the Common Stock that are listed on Annex I hereto, all of which were effected on the Nasdaq Stock Market, LLC.

Item 7. Material to Be Filed as Exhibits

1) Joint Filing Agreement dated as of June 29, 2015.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 28, 2016

Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Partners, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Enhanced Long Short GP, LLC

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Opportunity Partners, LP

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

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

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Basswood Opportunity Fund, Inc.
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Enhanced Long Short Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Financial Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

Basswood Financial Fund, Inc.
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

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Basswood Financial Long Only Fund, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

BCM Select Equity I Master, Ltd.
By: Basswood Capital Management, L.L.C.

By: /s/ Bennett Lindenbaum
Name: Bennett Lindenbaum
Title: Managing Member

/s/ Matthew
Lindenbaum
Matthew Lindenbaum

/s/ Bennett
Lindenbaum
Bennett Lindenbaum

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Abigail Tambor 2012 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

/s/ Nathan Lindenbaum

Nathan Lindenbaum

MGS Partners, LLC

By: /s/ Nathan Lindenbaum

Name: Nathan Lindenbaum

Title: Managing Member

Nathan J Lindenbaum 1995 Children Trust

By: /s/ Shari A. Lindenbaum

Name: Shari A. Lindenbaum

Title: Trustee

Naftali Asher Investments LLC

By: /s/ Shari A. Lindenbaum

Name: Shari A. Lindenbaum

Title: Manager

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Victoria and Benjamin Feder 2012 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

Victoria and Ben Feder's 1996 Children's Trust

By: /s/ Ray Lindenbaum

Name: Ray Lindenbaum

Title: Trustee

/s/ Marcel Lindenbaum

Marcel Lindenbaum

Shari A. Lindenbaum 1994 Children's Trust

By: /s/ Nathan J. Lindenbaum

Name: Nathan J. Lindenbaum

Title: Trustee

/s/ Shari A.
Lindenbaum

Shari A. Lindenbaum

/s/ Ray
Lindenbaum

Ray Lindenbaum

/s/ Shai
Tambor

Shai Tambor

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Annex I

Fund Name	Trade Date	Shares Purchased (Sold)	Price (Gross)
Basswood Opportunity Partners, LP	5/2/2016	(1,703)	30.37
Basswood Opportunity Partners, LP	5/4/2016	(9,516)	29.10
BCM Select Equity I Master, Ltd.	6/21/2016	(12,095)	29.17