Gunsch Tami A. Form 4 April 02, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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January 31,

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obligations

may continue.

See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Gunsch Tami A. Issuer Symbol BERKSHIRE HILLS BANCORP (Check all applicable) INC [BHLB] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X_ Officer (give title (Month/Day/Year) below) below) 24 NORTH STREET 04/01/2018 **Executive Vice President** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) 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 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 04/01/2018 F 406 D $12,958 \frac{(6)}{}$ D Stock 37.95 By Stock Common $0^{(6)}$ I Award V Stock (1) By Stock Common 510 I Award VI Stock (2)

By Stock

(3)

Award VII

694

Ι

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Common Stock	1,129	I	By Stock Award VIII (4)
Common Stock	529 <u>(5)</u>	I	By 401(k)

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

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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)					ate	7. Title Amour Underl Securit	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own		
	Security				Acquired (A) or						Follo Repo
					Disposed of (D)						Trans (Instr
					(Instr. 3, 4, and 5)						
									Amount		
						Date Exercisable	Expiration Date	Title	Number		
				Code V	(A) (D)				of Shares		

Reporting Owners

ing Owner Name / Address	elationships
ing Owner Name / Address	eiauo

Director 10% Owner Officer Other

Gunsch Tami A. 24 NORTH STREET PITTSFIELD, MA 01201

Executive Vice President

Signatures

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

04/02/2018

**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).
- Stock Awards granted pursuant to the Berkshire Hills Bancorp, Inc. 2013 Equity Compensation Plan vest 50% in three equal annual installments beginning on April 1, 2016 with the remaining 50% vesting on April 1, 2018.

Reporting Owners 2

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- (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.
- (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) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (6) Since the reporting person's last report, 1,193 shares previously held through Stock Award V 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.

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