LAKELAND BANCORP INC

Form 4

December 09, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

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Expires:

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

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

obligations

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).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * NOONAN JAMES R

(First)

(Street)

(State)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading

Issuer

Symbol

LAKELAND BANCORP INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[LBAI]

3. Date of Earliest Transaction (Month/Day/Year)

12/06/2013

Director 10% Owner X_ Officer (give title Other (specify below)

EVP and Chief Credit Officer

C/O LAKELAND BANCORP. INC., 250 OAK RIDGE ROAD

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

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

OAK RIDGE, NJ 07438

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 In	ndirect
(Instr. 3) any Code (Instr. 3, 4 and 5) Beneficially (D) or B	eneficial
(Month/Day/Year) (Instr. 8) Owned Indirect (I) O	wnership
Following (Instr. 4) (I	nstr. 4)
Reported	
(A) Transaction(s)	
or (Instr. 3 and 4)	
Code V Amount (D) Price (Mistre 9 and 1)	
Common 12/06/2013 M 6,381 A \$ 36,996 (1) D	
Stock 12/00/2015 M 0,381 A 12.13 30,390 D	
Common 12/06/2013 S 6,381 D \$ 30,615 D	
Stock 12/06/2013 S 6,381 D 4 30,615 D	

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Se (Ir	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Stock Option	\$ 12.13	12/06/2013		M	6,381	(2)	12/09/2013	Common Stock	6,381	\$	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

NOONAN JAMES R C/O LAKELAND BANCORP, INC. 250 OAK RIDGE ROAD OAK RIDGE, NJ 07438

EVP and Chief Credit Officer

Signatures

Harry Cooper POA 12/09/2013

**Signature of Date
Reporting Person

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) Includes 13,439 shares of restricted stock that has not yet vested.
- (2) Stock options were granted pursuant to the Company's 2000 Equity Compensation Program and vested in 25% annual installments beginning on the first anniversary of the grant date.

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.

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