

Edgar Filing: LAKELAND BANCORP INC - Form 5

TABLE 1 - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,
OR BENEFICIALLY OWNED

Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 & 4)
			Amount	(A) or (D)	Price	
Lakeland Bancorp, Inc.						
Common	11/15/00	S/D	1797	A	N/K	
	11/15/00	S/D	120	A	N/K	40257
	01/03/00	P	2500	A		
	01/04/00	P	2000	A		
	01/08/00	P	2000	A		
	01/14/00	P	2000	A		
	01/27/00	P	500	A		
	11/15/00	S/D	19450	A		408450

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

FORM 5 (Continued)

Table II - Derivative Securities Acquired, Disposed of,
or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

G. Guptill

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) (Instr. 3, 4)	6. Date Exercise Expiration Date (Month/Day/Year)
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	Security			& 5)		Date Exercisable	Ex
				(A)	(D)		
Stock Option Right to Purchase	9.38	2/9/00	A	25,000	---	*1	2

8. Price of Derivative Securities (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
---	25,000	D	---

*1 Stock Option was granted pursuant to Company's 2000 Equity Compensation program and vests in 2 annual installments beginning on grant date.

Explanation of Responses:

- *1 - Owned by George H. Guptill
- *2 - Held by Franklin Mutual Ins. Co.I, George H. Guptill, President

/s/ George H. Guptill 01/12/01

** Signature of Reporting Person Date

CODES:

- P - Purchase
- S/D - Stock Dividend

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations

See 18 U.S.C. 1001 and 15 U.S.C. 7811(a)

Note: File three copies of this Form, one of which must be manually signed.

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If space provided is insufficient, see instruction 6 for procedure.