

LAKELAND BANCORP INC

Form 4

November 28, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
FREDERICKS MARK J

2. Issuer Name **and** Ticker or Trading
Symbol
LAKELAND BANCORP INC
[LBAI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/25/2011

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

OAK RIDGE, NJ 07438

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)			
			Code	V	Amount		
Common Stock	11/25/2011		G		400	A	\$ 0
					167,852 ⁽¹⁾	D	
Common Stock	11/25/2011		G		800	A	\$ 0
					158,480 ⁽²⁾	D	

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

**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 control
number.**

SEC 1474
(9-02)

Edgar Filing: LAKELAND BANCORP INC - Form 4

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. Number of 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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FREDERICKS MARK J C/O LAKELAND BANCORP, INC. 250 OAK RIDGE ROAD OAK RIDGE, NJ 07438	X

Signatures

Harry Cooper
POA 11/28/2011

**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).
- (1) D: Included in Mr. Fredericks' shareholdings are 4,124 shares acquired as part of the Company's DRP and 7,778 shares acquired as part of a 5% stock dividend distributed on 2/16/2011.
- D: Mr. Fredericks also holds 156,583 shares as custodian for his children of which 3,987 shares were acquired as part of the Company's DRP and 7,319 shares acquired as part of a 5% stock dividend distributed on 2/16/2011. I: 35,456 shares held by Keil Oil PSP of which Mr. Fredericks is a trustee. 896 of these shares were acquired as part of the Company's DRP and 1,646 shares acquired as part of a 5% stock dividend distributed on 2/16/2011. 30,854 shares held by Fredericks Fuel & Heating Service of which 1,469 shares were acquired as part of a 5% stock dividend distributed on 2/16/2011. 21,330 shares held by Fredericks Fuel & Heating Service of which Mr. Fredericks is President of which 1,015 shares were acquired as part of a 5% stock dividend distributed on 2/16/2011. 45,610 shares held by Mr. Fredericks wife of which 1,153 shares were acquired as part of the Company's DRP and 2,117 shares acquired as part of a 5% stock dividend distributed on 2/16/2011.

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.