

HILL PAMELA
Form 4
August 14, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HILL PAMELA

2. Issuer Name **and** Ticker or Trading
Symbol
**PEAPACK GLADSTONE
FINANCIAL CORP [PGC]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

190 MAIN STREET, PO BOX 178

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/13/2009

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

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

GLADSTONE, NJ 07934

(City) (State) (Zip)

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. Transaction 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	08/13/2009		F		3,545	D	\$ 18.36	69,630 ⁽⁷⁾ D
Common Stock	08/13/2009		M		1,535	A	\$ 16.06	71,165 D
Common Stock	08/13/2009		M		2,709	A	\$ 14.93	73,874 D

Common
Stock

26,192 ⁽⁷⁾

I

Held in a
trust for
which Ms.
Hill is a
beneficiary

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

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(9-02)

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. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option (right to buy)	\$ 16.06 (7)	08/13/2009		M	1,535	(3)	01/11/2011	Common Stock		1,535 (7)
Director Stock Options (right to buy)	\$ 14.93 (7)	08/13/2009		M	2,709	(1)	03/08/2011	Common Stock		2,709 (7)
Director Stock Options (right to buy)	\$ 27.51 (7)					(2)	01/09/2014	Common Stock		11,550 (7)
Stock Option (right to buy)	\$ 27.51 (7)					(2)	01/09/2014	Common Stock		5,773 (7)
Stock Option (right to buy)	\$ 26.76 (7)					(4)	01/03/2017	Common Stock		2,310 (7)
Stock Option (right to buy)	\$ 23.4 (7)					(5)	01/02/2018	Common Stock		2,310 (7)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HILL PAMELA 190 MAIN STREET PO BOX 178 GLADSTONE, NJ 07934	X

Signatures

Pamela Hill 08/14/2009

 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) The options were exercisable in five equal annual installments on April 28, 1999, 2000, 2001, 2002 and 2003.
The options were exercisable in five equal annual installments on January 9, 2005, 2006, 2007, 2008 and 2009. On December 8, 2005, the
- (2) Compensation Committee of the Board of Directors of Peapack-Gladstone Financial Corporation authorized the accelerated vesting of the remaining options.
- (3) The options are exercisable in five equal annual installments on January 11, 2002, 2003, 2004, 2005 and 2006.
- (4) The options are exercisable in five equal annual installments on January 3, 2008, 2009, 2010, 2011 and 2012.
- (5) The options are exercisable in five equal annual installments on January 2, 2009, 2010, 2011, 2012 and 2013.
- (6) Option grant has no purchase or sale price
- (7) Adjusted for 5% stock dividend payable on 7/9/2009.

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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