

LAKELAND BANCORP INC

Form 4/A

November 10, 2016

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 *
MCCLURE STEWART E JR

(Last) (First) (Middle)

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

(Street)

OAK RIDGE, NJ 07438

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/02/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Reg Pres of Lakeland Bank

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

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	10/31/2016		M		4,847	A	\$ 9.2	144,802	D
Common Stock	10/31/2016		M		13,188	A	\$ 5.99	157,990	D
Common Stock	10/31/2016		M		12,560	A	\$ 7.83	170,550	D
Common Stock	10/31/2016		M		10,048	A	\$ 6.25	180,598	D
Common Stock	10/31/2016		S	V	35,796	D	\$ 14.2	144,802 ⁽¹⁾	D

Edgar Filing: LAKELAND BANCORP INC - Form 4/A

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)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 9.2	10/31/2016		M		4,847		05/31/2013	05/23/2017	Common Stock	4,847
Stock Option (right to buy)	\$ 5.99	10/31/2016		M		13,188		05/31/2013	02/01/2020	Common Stock	13,188
Stock Option (right to buy)	\$ 7.83	10/31/2016		M		12,560		05/31/2013	02/02/2021	Common Stock	12,560
Stock Option (right to buy)	\$ 6.25	10/31/2016		M		10,048		05/31/2013	10/25/2021	Common Stock	10,048

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MCCLURE STEWART E JR C/O LAKELAND BANCORP, INC. 250 OAK RIDGE ROAD OAK RIDGE, NJ 07438	Reg Pres of Lakeland Bank

Signatures

Patricia
Backman, POA

11/10/2016

__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).

Includes 28,524 RSU's that have not yet vested. 1,412 shares previously reported as indirect ownership are no longer reportable, as the
(1) beneficial ownership "held by spouse as custodian for children" no longer applies since children are now of legal age and not living with parents.

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.