LAWRENCE JAMES G

Form 4

November 17, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Cl- - -1- -11 - - -1: - -1-1-)

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

VALLEY NATIONAL BANCORP

30(h) of the Investment Company Act of 1940

Symbol

1(b).

(Print or Type Responses)

LAWRENCE JAMES G

1. Name and Address of Reporting Person *

			[VLY]				COR	(Check all applicable)				
(Last)				3. Date of Earliest Transaction (Month/Day/Year)						Director 1X Officer (give title 0 below) below)		
1455 VALLEY ROAD			11/15/2010						Executive Vice President			
			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			
WAYNE,								Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							neficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr.	8)	4. Securi on Acquired Disposed (Instr. 3,	(A) of (D) (A) or (D)	0) 5) Price	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)	
Stock (2)	11/15/2010 ⁽³⁾			A		2,666	A	\$ 0	302,506	D		
Common Stock									20,424	I	By Spouse	
Common Stock									4,340	I	Custodian For Son	
Common Stock									10,297	I	Executor (4)	
Common Stock									17,378	I	Executor - Mother's Estate (5)	

Edgar Filing: LAWRENCE JAMES G - Form 4

Common Stock	2,108	I	Spouse And Self/custodians For Grandchildren
Common Stock	57,957	I	Trustee FBO Mother (6)

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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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, 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option/NQ	\$ 13.13	11/15/2010		A	5,703 (1)	11/15/2011	11/15/2020	Common Stock	5,703
Stock Options	\$ 17.03					11/27/2002	11/27/2011	Common Stock	6,464
Stock Options	\$ 17.83					11/18/2003	11/18/2012	Common Stock	7,388
Stock Options	\$ 20.79					11/17/2004	11/17/2013	Common Stock	16,884
Stock Options	\$ 20.87					11/26/2005	11/16/2014	Common Stock	16,082
Stock Options	\$ 19.33					11/14/2006	11/14/2015	Common Stock	18,505
Stock Options	\$ 21.15					11/13/2007	11/13/2016	Common Stock	17,624
Stock Options	\$ 16.15					02/12/2009	02/12/2018	Common Stock	11,576

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LAWRENCE JAMES G 1455 VALLEY ROAD WAYNE, NJ 07470-

Executive Vice President

Signatures

/s/ JAMES G. LAWRENCE

**Signature of Reporting Date
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) ISOs granted under the Valley National Bancorp 2009 Long-Term Stock Incentive Plan, with three-year equal vesting, beginning at grant date.
- (2) Valley National Bancorp declared a 5% dividend on April 14, 2010, issued May 21, 2010 to shareholders of record on May 7, 2010.
- (3) Restricted shares granted under the Valley National Bancorp 2009 Long Term Incentive Stock Plan, with three-year equal vesting, beginning at grant date.
- (4) Mr. Lawrence is the Executor and 50% beneficiary of his father's Estate.
- (5) Mr. Lawrence is the Executor and 50% beneficiary of his Mother's Estate.
- (6) Mr. Lawrence is a trustee of a trust for the benefit of his mother, of which he is a 45% beneficiary; and his son a 10% beneficiary, of which Mr. Lawrence is the trustee. The reported amount reflects the total shares held in the trust.

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.

Reporting Owners 3