

BOHUNY BRUCE D.  
Form 4  
July 23, 2012

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOHUNY BRUCE D.

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/22/2012

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

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

(Street)

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

OAK RIDGE, NJ 07438

(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	(D)	Price			
Common Stock	05/22/2012		S		1,000	D	\$ 9.2	15,154	I	Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.
Common Stock	06/06/2012		S		2,000	D	\$ 9.09	13,154	I	Shares held by Bohuny family LLC in which Mr. Bohuny is

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Common Stock	06/07/2012	S	1,000	D	\$ 9.14	12,154	I	a non-managing member. Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.
Common Stock	06/08/2012	S	4,000	D	\$ 9.24	8,154	I	Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.
Common Stock	06/11/2012	S	1,000	D	\$ 9.52	7,154	I	Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.
Common Stock	06/12/2012	S	409	D	\$ 9.58	6,745	I	Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.
Common Stock	06/14/2012	S	1,000	D	\$ 9.85	5,745 <sup>(1)</sup>	I	Shares held by Bohuny family LLC in which Mr. Bohuny is a non-managing member.

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)

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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. Number of Derivative Securities Owned Following Transaction (Instr. 6)
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**Reporting Owners**

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

**Signatures**

Bruce D. Bohuny 07/23/2012  
 \*\*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).
- I: The shares reported in column 5 of Table I reflect Mr. Bohuny's actual current holdings, after each of the reported transactions. The totals include 768 shares acquired as part of a 5% stock dividend paid April 16, 2012; Also included in indirect holdings are 464 shares held by Mr. Bohuny's wife, of which 17 shares were acquired as part of a 5% stock dividend paid on April 16, 2012 and 22 shares were acquired as part of the Company's DRP. D: Mr. Bohuny owns 28,334 shares directly, of which 1,322 shares were acquired as part of a 5% stock dividend paid on April 16, 2012 and 956 shares were acquired as part of the Company's DRP. Mr. Bohuny also holds 1,468 shares as custodian for his children. Of this total, 69 shares were acquired as part of a 5% stock dividend paid on April 16, 2012 and 32 shares were acquired as part of the Company's DRP.

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.