

ENGEL ALBERT L  
Form 4  
November 16, 2005

**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 \*  
ENGEL ALBERT L

2. Issuer Name and Ticker or Trading Symbol  
VALLEY NATIONAL BANCORP  
[VLY]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
1455 VALLEY ROAD  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/14/2005

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_\_ Other (specify below)  
Executive Vice President

WAYNE, NJ 07470-  
  
(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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |
| Common Stock                    | 11/14/2005                           |  | A <sup>(1)</sup>               | 7,500 A \$ 0  | 24,309 <sup>(2) (3)</sup>   | D  |                                   |
| Common Stock -- (401K Plan)     |                                      |  |                                |   | 1,681   | D  |                                   |

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

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SEC 1474  
(9-02)

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**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 Security (Instr. 3 and 4) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Option                               | \$ 11.7429   |                                      |  |                                |   | 10/01/1997   | 10/01/2006  | Common Stock | 10,9                       |
| Stock Option                               | \$ 15.2  |                                      |  |                                |   | 10/27/1998   | 10/27/2007  | Common Stock | 6,2                        |
| Stock Option                               | \$ 15.8952   |                                      |  |                                |   | 10/23/1999   | 10/23/2008  | Common Stock | 8,3                        |
| Stock Option                               | \$ 16.5905   |                                      |  |                                |   | 11/12/2000   | 11/12/2009  | Common Stock | 7,9                        |
| Stock Option                               | \$ 18.6571   |                                      |  |                                |   | 11/15/2001   | 11/15/2010  | Common Stock | 9,1                        |
| Stock Option                               | \$ 21.2095   |                                      |  |                                |   | 11/07/2002   | 11/07/2011  | Common Stock | 5,7                        |
| Stock Option                               | \$ 22.7524   |                                      |  |                                |   | 11/18/2003   | 11/18/2012  | Common Stock | 8,1                        |
| Stock Option                               | \$ 26.5333   |                                      |  |                                |   | 11/17/2004   | 11/17/2013  | Common Stock | 7,7                        |
| Stock Option                               | \$ 26.6381   |                                      |  |                                |   | 11/16/2005   | 11/16/2014  | Common Stock | 10,3                       |
| Stock Option                               | \$ 24.68   | 11/14/2005                           |  | A                              | 14,500  | 11/14/2006   | 11/14/2015  | Common Stock | 14,3                       |
| STOCK OPTION/NQ                            | \$ 21.2095   |                                      |  |                                |   | 11/07/2002   | 11/07/2011  | Common Stock | 2,9                        |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| ENGEL ALBERT L<br>1455 VALLEY ROAD<br>WAYNE, NJ 07470- |               |           | Executive Vice President |       |

## Signatures

ALBERT L  
ENGEL

11/16/2005

    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).
- (2) Includes restricted shares granted under VNB 1999 Long Term Stock Incentive Plan, vesting in five equal installments beginning one year from the grant date.
- (3) Valley declared a 5% stock dividend on April 6, 2005, payable May 20, 2005 to shareholders of record on May 6, 2005.
- (1) Restricted shares granted under VNB 1999 Long Term Stock Incentive Plan, vesting in five equal installments beginning one year from the grant date.
- (4) Granted under VNB 1999 Long Term Stock Incentive Plan, exercisable in five equal installments beginning one year from the grant date.

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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