Edgar Filing: LAKELAND BANCORP INC - Form 4

LAKELAND Form 4 February 25,	BANCORP IN 2016	٩C									
FORM	1								• · · · • ·	PPROVAL	
	UNITED	STATES		ITIES AN hington, 1			NGE (COMMISSION	OMB Number:	3235-0287	
Check this									Expires:	January 31,	
if no longer subject to STATEMENT OF CHA				ANGES IN BENEFICIAL OW				NERSHIP OF	Estimated a	2005 average	
Section 10	Section 16. SECURITIES								burden hou	•	
Form 4 or Form 5									response 0.5		
obligation may conti <i>See</i> Instru 1(b).	^s nue. Section 17	(a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	'n		
(Print or Type R	esponses)										
SCHWARZ RONALD E Sym LA				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 Tra	nsaction			Director	10%	6 Owner	
				Aonth/Day/Year) 2/24/2016				XOfficer (give titleOther (specify below) below) EVP & Chief Retail Officer			
(Street) 4. If				. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
				(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(Stata)	(7in)									
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, Amount	l (A) c l of (D)	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)	
Common Stock	02/24/2016			А	7,355 (2)	А	\$0	55,703 <u>(1)</u>	D		

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.

 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Addre	ess	Relationships							
1 8	Director	10% Owner	Officer	Other					
SCHWARZ RONALD E C/O 250 OAK RIDGE ROA OAK RIDGE, NJ 07438	D		EVP & Chief Retail Officer						
Signatures									
Patricia Backman POA	02/25/2016								

<u>**</u>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).
- (1) Includes a total of 19,424 RSU's (including the 7,355 shares granted 2/24/16) that have not yet vested. Also includes 1,180 restricted shares that have not yet vested.

Represents performance-based Restricted Stock Units (RSUs), each representing the right to receive, following vesting, one share of common stock. The resulting shares acquired upon vesting of the RSUs is contingent upon the achievement of pre-established performance metrics over a 3 year period beginning 1-1-2016 and ending on 12-31-2018 (the "Performance Period"), provided that the Reporting Person remains employed by the Issuer on the date following the Performance Period that the Compensation Committee of the

(2) Reporting Person remains employed by the issuer on the date following the Performance Period that the Compensation Committee of the Issuer's Board of Directors determines that the performance goals for the final year of the Performance Period have been satisfied. If employment terminates sooner, the RSUs will be forfeited unless termination of employment occurs because of death or, subject to certain service requirements, disability or normal or early retirement, in any of which events the RSUs may vest in whole or in part. The RSUs were granted under the Issuer's 2009 Equity Compensation Program.

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.