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LAKELAND BANCORP INC

Form 4 March 05, 2003

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

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and					Ficker or Tra Inc LBAI	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
Fredericks, (Las c/o Lakeland 250 Oak Rid	st) (First d Bancorp,	, (,	0	. I.R.S. f Repor f an enti	ting	Person,		4. Statem Month/D 3/05/03		X Director 10% Owner Officer (give title below) Other (specify below) Chairman of the			
Oak Ridge,	et)						5. If Ame Date of C (Month/I		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
((te) (Zip)		Ta	able :	I Nor	n-Derivative	, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)	Date, if any	Trans action Code (Instr. 8)	- A n [(Acquired Disposed Instr. 3,	d (A) d of (4 &	(D) 5)	5. Amount of Securities Beneficially Owned Folloing Reported Transactions (Instr. 3 & 4)	ow- l 6(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price	(Ilistr. 3 & 4)				
Common Stock	3/5/03		M		6,000	A	8.1028		240,561	D			
Common Stock									140,944	I	By Wife		
Common Stock									116,618	I	Held by trust of which Mr. Fredericks is a trustee		
Common Stock									11,000	I	Held by Fredericks Fuel & Heating Service in which Mr. Fredericks is President.		

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

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^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5.	5. 6. Date E		cisable 7. Title a		ıd	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Nur	nber	and Expiratio	n	Amount of		Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date		Underlying		Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Der	ivative	(Month/Day/		Securities		(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any			urities	-		(Instr. 3 &	2 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acq	uired				·		Following	ative	
		Day/	Day/	8)	(A)	-						Reported	Security:	
		Year)	Year)		Dis	posed						~	Direct	
					of ((Instr. 4)	(D)	
												(1115111 1)	or	
					(Ins	tr. 3,							Indirect	
					4 &	5)							(I)	
				Code V			Date	Expira-	Title	Amount	1		(Instr. 4)	
				Code	(A)			Expira- tion	Title	or				
								Date		Number				
								Date						
										of				
5	do 4000	2/5/02		3.5	+		(1)	2/0/2010	G	Shares	<u> </u>	22.040	-	
Director	\$8.1028	3/5/03		M		6,000	(1)	2/8/2010	Common	6,000		22,940	D	
Stock									Stock					
Option														
(Right to														
Pirchase)														

Explanation of Responses:

(1) Stock Option was granted pursuant to the Company's 2000 Equity Compensation Program and vests in 20% annual installments beginning on the grant date of February 9, 2000.

By: /s/ John W. Fredericks

3/5/03

Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).