

LAKELAND BANCORP INC
 Form 5
 February 09, 2001

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/           OMB APPROVAL           /
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| FORM 5 |
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U.S. SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(1) of the Investment Company Act of 1940

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person*

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Fredericks                Mark                J
-----
      (Last)                (First)                (Middle)
c/o Lakeland Bancorp, Inc.
250 Oak Ridge Road
-----
                                (Street)
Oak Ridge                New Jersey                07438
-----
      (City)                (State)                (Zip)
    
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2. Issuer Name and Ticker or Trading Symbol Lakeland Bancorp, Inc.

3. I.R.S. Identification Number of Reporting Person, if an entity
 (Voluntary) 154-62-7287

4. Statement for Month/Year 12/31/00

5. If Amendment, Date of Original (Month/Year) Dec-99

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

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

1.34%

Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3)
Lakeland Bancorp, Inc.			Amount	(A) or (D)	Price
Common	02/15/00	DRP	104	A	\$12.5000
	05/15/00	DRP	118	A	\$11.1190
	08/15/00	DRP	113	A	\$11.7140
	11/15/00	S/D	145	A	
	11/15/00	DRP	130	A	\$10.9250
	11/15/00	S/D	745	A	
	11/08/00	G	250	A	19076

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

FORM 5 (Continued)

M. Fredericks

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. Conver- sion or Exercise Price of Deriv-	3. Trans- action Date (Month/ Day/	4. Transac- tion Code (Instr. 8)
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ative Year)
Security

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 Beneficially Owned at End of Year (Instr. 4)	10
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

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Explanation of Responses:

*3 - Mark J. Fredericks under NJUGMA custodian for Douglas Fredericks, son of
Mark J. Fredericks

CODES:

DRP - Dividend Reinvestment Plan

S/P - Stock Dividend

G - Gift

/s/ Mark J. Fredericks

01/26/01

**Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal
Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 7811(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.