

LAKELAND BANCORP INC  
 Form 5  
 February 09, 2001

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 / OMB APPROVAL /  
 /-----/  
 / OMB Number: 3235-0362 /  
 / Expires: February 1, 1994 /  
 / Estimated average burden /  
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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 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 to Section 16.  
 Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities  
 obligations may Exchange Act of 1934, Section 17(a) of the  
 continue. See Public Utility Holding Company Act of 1935 or  
 Instruction 1(b). Section 30(1) of the Investment Company Act of 1940

Form 3 Holdings Reported

Form 4 Transactions Reported

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 1. Name and Address of Reporting Person\*

Fredericks	Mark	J
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(Last)	(First)	(Middle)
c/o Lakeland Bancorp, Inc.		
250 Oak Ridge Road		
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(Street)		
Oak Ridge	New Jersey	07438
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol Lakeland Bancorp, Inc.  
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3. I.R.S. Identification Number of Reporting Person, if an entity  
 (Voluntary) 154-62-7287  
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4. Statement for Month/Year 12/31/00  
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5. If Amendment, Date of Original (Month/Year) Dec-99  
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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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Security Year)

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6. Date Exer- cisable and Expiration Date (Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Year (Instr. 4)	10
Date Exer- cisable	Expira- tion Date	Title Number of Shares			

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Explanation of Responses:  
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\*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

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\*\*Signature of Reporting Person

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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.