

VALLEY NATIONAL BANCORP

Form 5

February 08, 2005

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
ENGEL ALBERT L

(Last) (First) (Middle)

1455 VALLEY ROAD

(Street)

WAYNE, NJ 07470-

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
VALLEY NATIONAL BANCORP
[VLY]3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20044. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â Â Â Â	16,009	D	Â
Common Stock -- (401K Plan)	12/31/2004	Â	J ⁽¹⁾	218 A \$ 0	1,601	D	Â

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.**SEC 2270
(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 Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option	\$ 12.33	Â	Â	Â	Â Â	10/01/1997 10/01/2006	Common Stock 10,47
Stock Option	\$ 15.96	Â	Â	Â	Â Â	10/27/1998 10/27/2007	Common Stock 5,98
Stock Option	\$ 16.69	Â	Â	Â	Â Â	10/23/1999 10/23/2008	Common Stock 7,97
Stock Option	\$ 17.42	Â	Â	Â	Â Â	11/12/2000 11/12/2009	Common Stock 7,59
Stock Option	\$ 19.59	Â	Â	Â	Â Â	11/15/2001 11/15/2010	Common Stock 8,68
Stock Option	\$ 22.27	Â	Â	Â	Â Â	11/07/2002 11/07/2011	Common Stock 5,47
Stock Option	\$ 23.89	Â	Â	Â	Â Â	11/18/2003 11/18/2012	Common Stock 7,71
Stock Option	\$ 27.86	Â	Â	Â	Â Â	11/17/2004 11/17/2013	Common Stock 7,35
Stock Option	\$ 27.97	Â	Â	Â	Â Â	11/16/2005 11/16/2014	Common Stock 10,00
STOCK OPTION/NQ	\$ 22.27	Â	Â	Â	Â Â	11/07/2002 11/07/2011	Common Stock 2,79

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENGEL ALBERT L 1455 VALLEY ROAD WAYNE,Â NJÂ 07470-	Â	Â	Â Executive Vice President	Â

Signatures

ALBERT L
ENGEL

01/06/2005

__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).

(1) Balance update on Valley shares held under the Valley 401k plan, as of December 31, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.