

VALLEY NATIONAL BANCORP
Form 5
January 31, 2008

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check 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

1. Name and Address of Reporting Person *
CROCITTO PETER P

2. Issuer Name and Ticker or Trading Symbol
VALLEY NATIONAL BANCORP [VLY]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
EXECUTIVE VICE PRESIDENT

(Last) (First) (Middle)

3. Statement of Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2007

1455 VALLEY ROAD
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting
(check applicable line)

WAYNE, NJ 07470-

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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)
				(A) or (D) Amount Price			
401K	Â	Â	Â	Â	2,486	D	Â
COMMON STK.	Â	Â	Â	Â	12,709	D	Â
Common Stock	10/24/2007	Â	G	1,710 D \$ 0	103,480 (1)	D	Â
Common Stock	10/24/2007	Â	G	3,420 A \$ 0	10,432 (2)	I	CUSTODIAN/CHILD

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Common Stock 10/24/2007 Â G 1,710 D \$ 0 35,527 I WIFE

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

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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	\$ 14.6286	Â	Â	Â	Â Â	11/23/2000 11/23/2009	Common Stock 17,500
Stock Option	\$ 14.7333	Â	Â	Â	Â Â	10/23/1999 10/23/2008	Common Stock 18,400
Stock Option	\$ 16.7143	Â	Â	Â	Â Â	11/28/2001 11/28/2010	Common Stock 18,400
Stock Option	\$ 19.7214	Â	Â	Â	Â Â	11/27/2003 11/27/2011	Common Stock 5,450
Stock Option	\$ 20.6371	Â	Â	Â	Â Â	11/18/2003 11/18/2012	Common Stock 15,300
Stock Option	\$ 22.3855	Â	Â	Â	Â Â	11/14/2006 11/14/2015	Common Stock 15,900
Stock Option	\$ 24.0665	Â	Â	Â	Â Â	11/17/2004 11/17/2013	Common Stock 14,500
Stock Option	\$ 24.1615	Â	Â	Â	Â Â	11/16/2005 11/16/2014	Common Stock 13,800
Stock Option	\$ 24.4857	Â	Â	Â	Â Â	11/13/2007 11/13/2016	Common Stock 17,300
STOCK OPTION/NQ	\$ 19.7214	Â	Â	Â	Â Â	11/27/2002 11/27/2011	Common Stock 12,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CROCITTO PETER P 1455 VALLEY ROAD WAYNE, NJ 07470-	Â	Â	Â EXECUTIVE VICE PRESIDENT	Â

Signatures

PETERPCROCITTO	01/31/2008
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).
- (2) Valley declared a 5% stock dividend on April 11, 2007, payable May 25, 2007 to shareholders of record on May 11, 2007.
- (1) Includes restricted shares granted under VNB 1999 Long Term Stock Incentive Plan, vesting in five equal installments beginning one year from the grant date.

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.