

KISSEL FRANK A  
Form 4  
November 24, 2009

**FORM 4**

**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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KISSEL FRANK A

2. Issuer Name and Ticker or Trading Symbol  
PEAPACK GLADSTONE FINANCIAL CORP [PGC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
190 MAIN STREET, PO BOX 178  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/20/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

GLADSTONE, NJ 07934

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 11/20/2009                           |  | P                              | V Amount (A) or (D) Price<br>500 A \$ 11.9496                     | 78,553 <sup>(4)</sup>   | D  |   |
| Common Stock                    |                                      |  |                                |   | 9,880.7188 <sup>(4)</sup>   | I  | 401K Plan/Profit Sharing Plan                         |
| Common Stock                    |                                      |  |                                |   | 3,515 <sup>(4)</sup>  | I  | Spouse  |

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

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SEC 1474 (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) | 8. F         |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Employee stock option                      | \$ 16.86<br><u>(4)</u>                                 |                                      |  |                                |   | <u>(1)</u>   | 01/11/2011  | Common Stock | 5,590<br><u>(4)</u>        |
| Employee stock option                      | \$ 27.51   |                                      |  |                                |   | 01/09/2004   | 01/09/2014  | Common Stock | 28,873<br><u>(4)</u>       |
| Stock options (right to buy)               | \$ 26.76<br><u>(4)</u>                                 |                                      |  |                                |   | <u>(2)</u>   | 01/03/2017  | Common Stock | 5,250<br><u>(4)</u>        |
| Stock options (right to buy)               | \$ 23.4 <u>(4)</u>                                     |                                      |  |                                |   | <u>(3)</u>   | 01/02/2018  | Common Stock | 5,250<br><u>(4)</u>        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| KISSEL FRANK A<br>190 MAIN STREET<br>PO BOX 178<br>GLADSTONE, NJ 07934 | X             |           | Chief Executive Officer |       |

## Signatures

Frank A. Kissel                      11/23/2009  
Date

\_\_Signature of  
Reporting Person

## 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).  
The options were exercisable in five equal annual installments on January 11, 2002, 2003, 2004, 2005 and 2006. On December 11, 2003,  
(1) the Compensation Committee of the Board of Directors of Peapack-Gladstone Financial Corporation authorized the accelerated vesting of the remaining options.  
(2) The options are exercisable in five equal annual installments on January 3, 2008, 2009, 2010, 2011 and 2012.  
(3) The options are exercisable in five equal annual installments on January 2, 2009, 2010, 2011, 2012 and 2013.  
(4) Adjusted for 5% stock dividend payable on 7/9/2009

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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