HILL PAMELA
Form 4
January 05, 2012

FORM 4

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

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

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:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HILL PAMELA

(Last) (First) (Middle)

500 HILLS DRIVE, SUITE 300, PO BOX 700

(Street)

BEDMINSTER, NJ 07921

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock								71,006	D	
Common Stock								26,192	I	Held in a trust for which Ms. Hill is a beneficiary

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

SEC 1474 (9-02)

displays a currently valid OMB control number.

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. I De Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Options (right to buy)	$ 27.51							(1)	01/09/2014	Common Stock	11,550	
Stock Option (right to buy)	$ 27.51							(1)	01/09/2014	Common Stock	5,773	
Stock Option (right to buy)	$ 26.76							(2)	01/03/2017	Common Stock	2,310	
Stock Option (right to buy)	$ 23.4							(3)	01/02/2018	Common Stock	2,310	
Stock Option (right to buy)	$ 13.43							(5)	01/04/2020	Common Stock	5,000	
Stock Option (right to buy)	$ 13.53							(4)	01/03/2021	Common Stock	2,500	
Stock Option (right to buy)	$ 10.72	01/03/2012		A		2,500		(6)	01/03/2022	Common Stock	2,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILL PAMELA 500 HILLS DRIVE, SUITE 300 PO BOX 700 BEDMINSTER, NJ 07921	X			

Signatures

Pamela Hill	01/05/2012
**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) The options were exercisable in five equal annual installments on April 28, 1999, 2000, 2001, 2002 and 2003.

(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) The options are exercisable in four equal annual installments on January 3, 2012, 2013, 2014 and 2015.

(5) The options are exercisable in four equal annual installments on January 4, 2011, 2012, 2013 and 2014.

(6) The options are exercisable in four equal annual installments on January 3, 2013, 2014, 2015 and 2016.

(7) Option grant has no purchase or sale price.

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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