

NIEWENHUIS GARRET
Form 4
August 22, 2006

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 *
NIEWENHUIS GARRET

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1455 VALLEY ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/18/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
First Senior Vice President

WAYNE, NJ 07470-

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
401K					1,660	D	
Common Stock	08/18/2006		M/K		3,351	A	\$ 16.08
					24,710	(1) (2)	D
Common Stock	08/18/2006		M/K		3,191	A	\$ 17.94
					27,901	(1) (2)	D
Common Stock	08/18/2006		M/K		3,647	A	\$ 20.2
					31,548	(1) (2)	D
Common Stock	08/18/2006		M/K		2,553	A	\$ 21.67
					34,101	(1) (2)	D
	08/18/2006		F/K		9,232	D	
					24,869	(1) (2)	D

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Common Stock	\$			
	26.01			
Common Stock		11,753	I	SPOUSE

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

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(9-02)

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. Amount or Number of Shares
Stock Option	\$ 23.5048					11/14/2006 11/14/2015	Common Stock	4,200
Stock Option	\$ 25.2698					11/17/2004 11/17/2013	Common Stock	4,052
Stock Option	\$ 25.3696					11/16/2005 11/16/2014	Common Stock	3,859
Stock Option	\$ 16.0726	08/18/2006		M/K	3,351	11/12/2000 11/12/2009	Common Stock	3,351
Stock Option	\$ 17.941	08/18/2006		M/K	3,191	11/15/2001 11/15/2010	Common Stock	3,191
Stock Option	\$ 20.1995	08/18/2006		M/K	3,647	11/07/2002 11/07/2011	Common Stock	3,647
Stock Option	\$ 21.669	08/18/2006		M/K	2,553	11/18/2003 11/18/2012	Common Stock	2,553

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

NIEWENHUIS GARRET
1455 VALLEY ROAD
WAYNE, NJ 07470-

First Senior Vice President

Signatures

GARRET G
NIEUWENHUIS

08/22/2006

__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) Includes restricted shares granted under VNB 1999 Long Term Stock Incentive Plan, vesting in five equal installments beginning one year from the grant date.
 - (2) Valley declared a 5% stock dividend on April 5, 2006, payable May 22, 2006 to shareholders of record on May 8, 2006.

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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