

Robbins Ira  
Form 5  
January 31, 2012

**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 \*  
Robbins Ira

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)  
First Sr. VP and Treasurer

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2011

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |  |  |                                   |
| Common Stock <sup>(1)</sup>     | 12/30/2011                           | ^  | G                              | 75 D \$0  | 12,483   | D  | ^                                 |
| Common Stock <sup>(2)</sup>     | 12/30/2011                           | ^  | G                              | 75 A \$0  | 210  | I  | Trustee FBO Minors                |

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

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|-------------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date | Title   |                               |
| Stock Options                              | \$ 16.97   | Â                                    | Â  | Â                              | Â Â   | 11/18/2003   | 11/18/2012      | Common Stock  | 3,880                         |
| Stock Options                              | \$ 19.8  | Â                                    | Â  | Â                              | Â Â   | 11/17/2004   | 11/17/2013      | Common Stock  | 3,695                         |
| Stock Options                              | \$ 19.88   | Â                                    | Â  | Â                              | Â Â   | 11/16/2005   | 11/16/2014      | Common Stock  | 4,221                         |
| Stock Options                              | \$ 18.01   | Â                                    | Â  | Â                              | Â Â   | 07/18/2006   | 07/18/2015      | Common Stock  | 336                           |
| Stock Options                              | \$ 18.42   | Â                                    | Â  | Â                              | Â Â   | 11/14/2006   | 11/14/2015      | Common Stock  | 4,691                         |
| Stock Options                              | \$ 20.14   | Â                                    | Â  | Â                              | Â Â   | 11/13/2007   | 11/13/2016      | Common Stock  | 4,468                         |
| Stock Options                              | \$ 15.68   | Â                                    | Â  | Â                              | Â Â   | 11/14/2008   | 11/14/2017      | Common Stock  | 3,647                         |
| Stock Options                              | \$ 14.95   | Â                                    | Â  | Â                              | Â Â   | 11/17/2009   | 11/17/2018      | Common Stock  | 1,158                         |

## Reporting Owners

| Reporting Owner Name / Address                     | Relationships |           |                              |       |
|--|---------------|-----------|------------------------------|-------|
|  | Director      | 10% Owner | Officer                      | Other |
| Robbins Ira<br>1455 VALLEY ROAD<br>WAYNE, NJ 07470 | Â             | Â         | Â First Sr. VP and Treasurer | Â     |

## Signatures

/s/ IRA D. ROBBINS  
01/31/2012

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) Valley National Bancorp declared a 5% stock dividend on April 13, 2011, to shareholders of record on May 6, 2011, payable May 20, 2011.
- (2) Adjusted for additional shares acquired through Dividend Reinvestment Plan.

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.