

ESKOW ALAN D  
Form 5  
January 11, 2006

# 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 \*  
ESKOW ALAN D  
(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2005

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

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

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

| 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| COMMON STOCK                    | 12/30/2005                           | ^  | J <sup>(1)</sup>               | 20 A \$ 0   | 615 <sup>(1)</sup>   | D  | ^   |
| 401K                            | 12/30/2005                           | ^  | J <sup>(2)</sup>               | 243 A \$ 0  | 2,044 <sup>(3)</sup>   | D  | ^   |
| COMMON STK.                     | 12/30/2005                           | ^  | J <sup>(1)</sup>               | 20 A \$ 0   | 1,757 <sup>(1)</sup>   | D  | ^   |
| Common Stock                    | ^                                    | ^  | ^                              | ^ ^ ^   | 68,371 <sup>(4)</sup>  | D  | ^   |

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Common Stock      12/30/2005      Â      J<sup>(1)</sup>      20      A      \$ 0      600 <sup>(1)</sup>      I      IRA/WIFE

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 displays a currently valid OMB control number.**

SEC 2270  
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable      Expiration Date                    | Title      Amount or Number of Shares                         |
| Stock Option                               | \$ 15.8952   | Â                                    | Â  | Â                              | Â    Â  | 10/23/1999    10/23/2008                                 | Common Stock    6,70  |
| Stock Option                               | \$ 16.5905   | Â                                    | Â  | Â                              | Â    Â  | 11/12/2000    11/12/2009                                 | Common Stock    7,97  |
| Stock Option                               | \$ 18.6571   | Â                                    | Â  | Â                              | Â    Â  | 11/28/2001    11/28/2010                                 | Common Stock    15,19   |
| Stock Option                               | \$ 21.7429   | Â                                    | Â  | Â                              | Â    Â  | 11/27/2001    11/27/2011                                 | Common Stock    5,99  |
| Stock Option                               | \$ 22.7524   | Â                                    | Â  | Â                              | Â    Â  | 11/18/2003    11/18/2012                                 | Common Stock    13,85   |
| Stock Option                               | \$ 24.68   | Â                                    | Â  | Â                              | Â    Â  | 11/14/2006    11/14/2015                                 | Common Stock    14,50   |
| Stock Option                               | \$ 26.5333   | Â                                    | Â  | Â                              | Â    Â  | 11/17/2004    11/17/2013                                 | Common Stock    13,23   |
| Stock Option                               | \$ 26.6381   | Â                                    | Â  | Â                              | Â    Â  | 11/16/2005    11/16/2014                                 | Common Stock    12,60   |
| STOCK OPTION/NQ                            | \$ 21.7429   | Â                                    | Â  | Â                              | Â    Â  | 11/27/2002    11/27/2011                                 | Common Stock    9,92  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

ESKOW ALAN D  
1455 VALLEY ROAD  
WAYNE, NJ 07470-

Â Â Â EXECUTIVE VICE PRESIDENT CHIEF Â

## Signatures

ALAN D  
ESKOW 01/10/2006

\*\*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).
- (3) Reporting person's total shares held under Valley's 401(k) plan.
- (4) Includes restricted shares granted under VNB 1999 Long Term Stock Incentive Plan, vesting in five equal installments beginning one year from the grant date.
- (1) Adjusted for additional shares acquired through Dividend Reinvestment Plan
- (2) Balance update on Valley shares held under Valley's 401K 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.