

SPENGE MAN CRAIG C  
Form 4  
May 14, 2010

**FORM 4**

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

OMB APPROVAL

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

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 \*  
SPENGE MAN CRAIG C

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)  
05/12/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & Chf Investment Off

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D) Price  |   |  |   |
| Common Stock                    | 05/12/2010                           |  | S                              | 2,000 D \$ 14   | 18,940  | D  |   |
| Common Stock                    |                                      |  |                                |   | 7,090.6791 (6)  | I  | 401k/Profit Sharing Plan                              |

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 1474 (9-02)

Edgar Filing: SPENGE MAN CRAIG C - Form 4

**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. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| Stock option (right to buy)                | \$ 13.03   |                                      |  |                                |   | <u>(1)</u>   | 09/14/2010  | Common Stock  | 1,467                      |
| Stock option (right to buy)                | \$ 16.06   |                                      |  |                                |   | <u>(2)</u>   | 01/11/2011  | Common Stock  | 4,191                      |
| Stock option (right to buy)                | \$ 12.97   |                                      |  |                                |   | <u>(3)</u>   | 05/10/2011  | Common Stock  | 2,794                      |
| Stock option (right to buy)                | \$ 27.51   |                                      |  |                                |   | 01/09/2004   | 01/09/2014  | Common Stock  | 23,098                     |
| Stock option (right to buy)                | \$ 26.76   |                                      |  |                                |   | <u>(4)</u>   | 01/03/2017  | Common Stock  | 4,200                      |
| Stock option (right to buy)                | \$ 23.4  |                                      |  |                                |   | <u>(5)</u>   | 01/02/2018  | Common Stock  | 4,200                      |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                                |       |
|--------------------------------|---------------|-----------|--------------------------------|-------|
|                                | Director      | 10% Owner | Officer                        | Other |
|                                | X             |           | President & Chf Investment Off |       |

SPENGE MAN CRAIG C  
190 MAIN STREET  
PO BOX 178  
GLADSTONE, NJ 07934

## Signatures

Craig C.  
Spengeman                      05/14/2010  
    \*\*Signature of                      Date  
    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 September 14, 2001, 2002, 2003, 2004 and 2005. On December 11,

(1) 2003, the Compensation Committee of the Board of Directors of Peapack-Gladstone Financial Corporation authorized the accelerated vesting of the remaining options.

The options were exercisable in five equal annual installments on January 11, 2002, 2003, 2004, 2005 and 2006. On December 11, 2003,

(2) the Compensation Committee of the Board of Directors of Peapack-Gladstone Financial Corporation authorized the accelerated vesting of the remaining options.

The options were exercisable in five equal annual installments on May 10, 2002, 2003, 2004, 2005 and 2006. On December 11, 2003, the

(3) Compensation Committee of the Board of Directors of Peapack-Gladstone Financial Corporation authorized the accelerated vesting of the remaining options.

(4) The options are exercisable in five equal annual installments on January 3, 2008, 2009, 2010, 2011 and 2012.

(5) The options are exercisable in five equal annual installments on January 2, 2009, 2010, 2011, 2012 and 2013.

(6) Includes profit-sharing contributions and earnings since last filing.

Note: File three copies of this Form, one of which must be manually signed. If space 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.