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FICALORA JOSEPH R

Form 5

February 14, 2003

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/ OMB APPROVAL /
/-----/
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| FORM 5 |
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U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
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

☐ Form 3 Holdings Reported

☐ Form 4 Transactions Reported

(Print or Type Responses)

1. Name and Address of Reporting Person*

Ficalora	Joseph	R.
(Last)	(First)	(Middle)
615 Merrick Avenue		
(Street)		
Westbury	NY	11590
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol New York Community Bancorp, Inc.
(NYB)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year December 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

X Director X Officer ___ 10% Owner ___ Other

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----- (give title below) (specify below)

President and CEO

7. 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 BENEFIC

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned (Instr. 3)
			Code	Amount (A) or (D)	Price
Common Stock					1,172
Common Stock					131
Common Stock					146
Common Stock					272
Common Stock					80

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

*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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(Over)
SEC 2270 (9-02)

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FORM 5 (continued)

TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative 2. Conver- 3. Trans- 4. Transac- 5.

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Security (Instr. 3)	sion or Exercise Price of Deriv- ative Security	action Date (Month/ Day/ Year)	tion Code (Instr. 8)	
Option to Purchase Common Stock (3)	\$22.23			
Option to Purchase Common Stock (4)	\$27.405			
Option to Purchase Common Stock (5)	\$28.54			
Option to Purchase Common Stock (6)	\$24.61	7/24/02	A	1

TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

6. Date Exer- cisable and Expiration Date (Month/Day/ Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned At End of Year (Instr. 4)	10. Owner- ship of De- rivative Security: Direct (D) or Indirect (I) (Instr. 4)
Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	
12/21/02	12/21/11	Common Stock	150,000	D
7/24/02	1/24/12	Common Stock	713,812	D
1/21/04	1/21/13	Common Stock	210,000	D
7/24/03	7/24/12	Common Stock	150,000	D

Explanation of Responses:

- (1) This form reflects increases in beneficial ownership resulting from exempt acquisitions under Plan ("ESOP") and 401(a) Incentive Savings Plan pursuant to Rule 16b-3(c).
- (2) Shares held in trust under the New York Community Bank Supplemental Benefits Plan ("SERP").
- (3) Options granted under the New York Community Bancorp, Inc. ("NYCB") 1997 Stock Option Plan t

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installments beginning on December 21, 2002.

- (4) Options automatically granted pursuant to the reload feature of the NYCB 1997 Stock Option Plan beginning on July 24, 2002.
- (5) Options granted pursuant to the NYCB 1997 Stock Option Plan that vest in three equal annual January 21, 2004.
- (6) Options granted pursuant to the NYCB 1997 Stock Option Plan that vest in three equal installments beginning on July 24, 2002.

/s/ Ilene A. Angarola

February 14, 2003

**Signature of Reporting Person

Date

By: Ilene A. Angarola, Power of Attorney

For: Joseph R. Ficalora

** Intentional misstatements or omissions of facts constitute
Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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