

NEW YORK COMMUNITY BANCORP INC
Form SC 13G/A
February 13, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934
(Amendment No. 8)*

New York Community Bancorp, Inc.
(formerly Queens County Bancorp, Inc.)

(Name of Issuer)

Common Stock par value \$0.01 per share

(Title of Class of Securities)

649445-10-3
(formerly 748242-10-4)

(CUSIP Number)

December 31, 2001

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which
this Schedule is filed:

Rule 13d-1 (b)
 Rule 13d-1 (c)
 Rule 13d-1 (d)

* The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which
would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be
deemed to be "filed" for the purpose of Section 18 of the Securities Exchange
Act of 1934 ("Act") or otherwise subject to the liabilities of that section of
the Act but shall be subject to all other provisions of the Act (however, see
the Notes).

Page 1 of 4 pages

CUSIP No. 649445-10-3

13G/A

Page 2 of 4 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

New York Community Bank
Employee Stock Ownership Plan
IRS ID No. 11-1212640

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

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(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

New York State-chartered stock savings institution's employee stock benefit plan organized in New York.

| | | | |
|--|---|--------------------------|-----------|
| | 5 | SOLE VOTING POWER | |
| | | | 3,350,874 |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 6 | SHARED VOTING POWER | |
| | | | 6,253,083 |
| | 7 | SOLE DISPOSITIVE POWER | |
| | | | 9,603,957 |
| | 8 | SHARED DISPOSITIVE POWER | |
| | | | -0- |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9,603,957

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9.34% of 101,845,276 shares of Common Stock outstanding as of December 31, 2001.

12 TYPE OF REPORTING PERSON*

EP

*SEE INSTRUCTIONS BEFORE FILLING OUT

Page 2 of 4 pages

New York Community Bank
Employee Stock Ownership Plan

SCHEDULE 13G/A

Item 1 (a) Name of Issuer:

New York Community Bancorp, Inc.

Item 1 (b) Address of Issuer's Principal Executive Offices:

615 Merrick Avenue

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Westbury, New York 11590

- Item 2 (a) Name of Person Filing:
New York Community Bank
Employee Stock Ownership Plan
Trustee: Oppenheimer Trust Company
498 Seventh Avenue, 14th Floor
New York, New York 10018
- Item 2 (b) Address of Principal Business Offices or, if none, Residence:
615 Merrick Avenue
Westbury, New York 11590
- Item 2 (c) Citizenship: New York State-chartered stock savings institution's
employee stock benefit plan organized in New York.
- Item 2 (d) Title of Class of Securities: Common Stock par value \$0.01
per share
- Item 2 (e) CUSIP Number: 649445-10-3
- Item 3 The person filing this statement is an employee benefit plan, which
is subject to the provisions of the Employee Retirement Income
Security Act of 1974.
- Item 4 Ownership:

Provide the following information regarding the aggregate number and
percentage of the class of securities of the issuer identified in
Item 1.
- (a) Amount beneficially owned: See Page 2, Item 9.
- (b) Percent of class: See Page 2, Item 11.
- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:
See Page 2, Item 5.
- Page 3 of 4 pages
- (ii) Shared power to vote or to direct the vote:
See Page 2, Item 6.
- (iii) Sole power to dispose or to direct the disposition of:
See Page 2, Item 7.
- (iv) Shared power to dispose or to direct the disposition of:
See Page 2, Item 8
- Item 5 Ownership of Five Percent or Less of a Class:

N/A
- Item 6 Ownership of More than Five Percent on Behalf of Another Person:

N/A
- Item 7 Identification and classification of the Subsidiary Which Acquired

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the Security Being Reported on By the Parent Holding Company:

N/A

Item 8 Identification and Classification of Members of the Group:

N/A

Item 9 Notice of Dissolution of Group:

N/A

Item 10 Certification:

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 12, 2002

(Date)

/s/ Charles Platt

(Signature)

Senior Trust Officer

(Name/Title)