

Edgar Filing: DIBENEDETTOS RUSS - Form 5

DIBENEDETTOS RUSS

Form 5

February 14, 2003

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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*

DiBenedetto

Russ

(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)

Director Officer 10% Owner Other

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----- (give title below) (specify below)
 Senior VP and Chief Auditor

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 BENEFICIA

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, Price or Other Basis (Instr. 5)
Common Stock					245
Common Stock					25
Common Stock					122
Common Stock					131
Common Stock					60

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

*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)

TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA

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(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)	4. Transaction Code (Instr. 8)	5.
Option to Purchase Common Stock (6)	\$22.23			
Option to Purchase Common Stock (7)	\$27.405			
Option to Purchase Common Stock (8)	\$24.61			
Option to Purchase Common Stock (9)	\$28.54			

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

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned At End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (Instr. 4)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
12/21/02	12/21/11	Common Stock	15,000	15,000	D
7/24/02	1/24/12	Common Stock	303,750	303,750	D
7/24/03	7/24/12	Common Stock	15,000	15,000	D
1/21/04	1/21/13	Common Stock	15,000	15,000	D

Explanation of Responses:

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- (1) All shares held directly are held jointly with Mr. DiBenedetto's wife.
- (2) Represents shares previously reported as being held by Mr. DiBenedetto directly that are now held by the DiBenedetto Family Foundation of which Mr. DiBenedetto is a Trustee.
- (3) Shares purchased within the 401(a) Incentive Savings Plan.
- (4) Shares allocated to the individual's account pursuant to the New York Community Bank Employee Stock Ownership Plan ("ESOP").
- (5) Shares held in trust under the New York Community Bank Supplemental Benefits Plan ("SERP").
- (6) Options granted under the New York Community Bancorp, Inc. ("NYCB") 1997 Stock Option Plan that vest in three equal annual installments beginning on December 21, 2002.
- (7) Options automatically granted pursuant to the reload feature of the NYCB 1997 Stock Option Plan that were exercisable beginning on July 24, 2002.
- (8) Options granted under the NYCB 1997 Stock Option Plan that vest in three equal annual installments beginning on July 24, 2003.
- (9) Options granted under the NYCB 1997 Stock Option Plan that vest in three equal annual installments beginning on January 21, 2004.

/s/ Ilene A. Angarola

February 14, 2003

**Signature of Reporting Person

Date

By: Ilene A. Angarola, Power of Attorney
For: Russ DiBenedetto

** 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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