

KUPFERBERG MAX L
Form 5
February 13, 2009

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 *
KUPFERBERG MAX L

2. Issuer Name and Ticker or Trading Symbol
NEW YORK COMMUNITY BANCORP INC [NYB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

615 MERRICK AVENUE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

WESTBURY, NY 11590

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 03/25/2008 | Â | W | 62,221 D \$ 0 0 ⁽¹⁾ | I | As Administrator of HK IRA Rollover | |
| Common Stock | 05/21/2008 | Â | J ⁽²⁾ | 52,000 D \$ 0 855,584 | D | Â | |
| Common Stock | 05/21/2008 | Â | J ⁽²⁾ | 52,000 A \$ 0 52,000 | I | By Max Kupferberg | |

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| | | | | | | | | | | GRAT I |
|--------------|------------|---|------------------|--------|---|------|------------------|---|--|-------------------------------------|
| Common Stock | 05/21/2008 | Â | J ⁽³⁾ | 52,000 | D | \$ 0 | 199,389 | I | | By Spouse |
| Common Stock | 05/21/2008 | Â | J ⁽³⁾ | 52,000 | A | \$ 0 | 52,000 | I | | By Selma Kupferberg 2008 GRAT I |
| Common Stock | 08/18/2008 | Â | W | 65,389 | D | \$ 0 | 0 ⁽⁴⁾ | I | | Trustee for JK NEM Trust |
| Common Stock | 12/22/2008 | Â | J ⁽⁵⁾ | 80,000 | D | \$ 0 | 775,584 | D | | Â |
| Common Stock | 12/22/2008 | Â | J ⁽⁵⁾ | 80,000 | A | \$ 0 | 80,000 | I | | By Max Kupferberg 2008 GRAT II |
| Common Stock | 12/22/2008 | Â | J ⁽⁶⁾ | 80,000 | D | \$ 0 | 119,389 | I | | By Spouse |
| Common Stock | 12/22/2008 | Â | J ⁽⁶⁾ | 80,000 | A | \$ 0 | 80,000 | I | | By Selma Kupferberg 2008 GRAT II |
| Common Stock | 12/22/2008 | Â | G | 80,000 | D | \$ 0 | 695,584 | D | | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 536,377 | I | | As Partner |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,105,821 | I | | As shareholder of the Max K One LLC |
| Common Stock | Â | Â | Â | Â | Â | Â | 185,777 | I | | By Kupferberg Foundation |
| Common Stock | Â | Â | Â | Â | Â | Â | 97,288 | I | | Max & Selma Kupferberg Foundation |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,666 | I | | Trustee for EW of JK FBO LC |
| Common Stock | Â | Â | Â | Â | Â | Â | 7,666 | I | | Trustee for EW of JK FBO MK |
| Common Stock | Â | Â | Â | Â | Â | Â | 30,000 | I | | Trustee for GST |
| Common Stock | Â | Â | Â | Â | Â | Â | 770,260 | I | | Trustee for KRT |

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

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Stock Option (right to buy) | \$ 15.41 | Â | Â | Â | Â Â | Date Exercisable: 07/24/2002 ⁽⁷⁾ Expiration Date: 01/24/2012 | Common Stock 216,000 |
| Stock Option (right to buy) | \$ 13.85 | Â | Â | Â | Â Â | Date Exercisable: 07/24/2003 ⁽⁸⁾ Expiration Date: 07/24/2012 | Common Stock 45,333 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KUPFERBERG MAX L 615 MERRICK AVENUE WESTBURY, NY 11590 | Â X | Â | Â | Â |

Signatures

By: /s/ Ilene A. Angarola, Power of Attorney 02/13/2009

__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).

(1) Disposition of shares due to the death of the beneficiary of the IRA.

(2) Since the reporting person's last report 52,000 shares previously held directly have been transferred and are now held by Max Kupferberg 2008 GRAT I.

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- (3) Since the reporting person's last report 52,000 shares previously held directly have been transferred and are now held by Selma Kupferberg 2008 GRAT I.
- (4) Disposition of shares due to the death of the beneficiary of the trust.
- (5) Since the reporting person's last report 80,000 shares previously held directly have been transferred and are now held by Max Kupferberg 2008 GRAT II.
- (6) Since the reporting person's last report 80,000 shares previously held directly have been transferred and are now held by Selma Kupferberg 2008 GRAT II.
- (7) Stock Options automatically granted pursuant to the reload feature of the New York Community Bancorp, Inc. ("NYCB") 1997 Stock Option Plan that were exercisable on July 24, 2002.
- (8) Stock Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan vest in equal installments beginning on July 24, 2003 and were fully vested and exercisable as of July 24, 2005.

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