

KUPFERBERG MAX L

Form 5

February 14, 2003

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/          OMB APPROVAL          /
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/ OMB Number:          3235-0362 /
/ Expires:          January 31, 2005 /
/ Estimated average burden /
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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*

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Kupferberg                Max                L.
-----
(Last)                    (First)                (Middle)

                        615 Merrick Avenue
-----
                        (Street)

Westbury                    NY                11590
-----
(City)                    (State)                (Zip)

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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 ___ Officer ___ 10% Owner ___ Other

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

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, Beneficial Ownership End of Fiscal Year (Instr. 5) |
|---------------------------------|--------------------------------|--|--------------------------------|---|---|
| | | | Code | Amount (A) or Price (D) | |

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

Common Stock

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)

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| | | | Code | Amount (A) or (D) | Price |

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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 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 (3) | \$27.405 | | | |
| Option to Purchase Common Stock (4) | \$24.61 | 7/24/02 | A | |

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 | |
| 7/24/02 | 1/24/12 | Common Stock | 121,500 | D |
| 7/24/03 | 7/24/12 | Common Stock | 25,500 | D |

Explanation of Responses:

(1) Represents shares previously reported as being held by Mr. Kupferberg and Mrs. Kupferberg directly that are now held by the Max K One LLC, of which Mr. and Mrs. Kupferberg are shareholders.

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- (2) Represents shares previously reported as being held by Mr. Kupferberg directly that are now held by the Max and Selma Kupferberg Foundation, of which Mr. and Mrs. Kupferberg are Trustees.
- (3) Options automatically granted pursuant to the reload feature of the New York Community Bancorp, Inc. ("NYCB") 1997 Stock Option Plan that were exercisable beginning on July 24, 2002.
- (4) Options granted under the NYCB 1997 Stock Option Plan that vest in three equal annual installments beginning on July 24, 2003.

/s/ Ilene A. Angarola

February 14, 2003

**Signature of Reporting Person

Date

By: Ilene A. Angarola, Power of Attorney
For: Max L. Kupferberg

** 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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