

NEW YORK COMMUNITY BANCORP INC
 Form 4
 March 23, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ODONOVAN JAMES J

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)
615 MERRICK AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2004

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

WESTBURY, NY 11590

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | | | | | 651,346 | D ⁽¹⁾ | |
| Common Stock | | | | | 84,749 | I | By 401(k) |
| Common Stock | | | | | 5,318 | I | By Custodian For Grandson |
| Common Stock | | | | | 248,007 ⁽²⁾ | I | By ESOP |
| | | | | | 143,200 | I | By SERP |

Common
Stock

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

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 12.5025 | | | | | 12/21/2002 ⁽³⁾ 12/21/2011 | Common Stock | 177,777 |
| Stock Option (right to buy) | \$ 15.4125 | | | | | 07/24/2002 ⁽⁴⁾ 01/24/2012 | Common Stock | 533,512 |
| Stock Option (right to buy) | \$ 13.845 | | | | | 07/24/2003 ⁽⁵⁾ 07/24/2012 | Common Stock | 266,667 |
| Stock Option (right to buy) | \$ 16.0575 | | | | | 01/21/2004 ⁽⁶⁾ 01/21/2013 | Common Stock | 373,333 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | | |

ODONOVAN JAMES J
615 MERRICK AVENUE
WESTBURY, NY 11590

Signatures

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

03/23/2005

__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) Of the shares held directly, 40,370 are held jointly with Mr. O'Donovan's wife and 1,345 are held jointly with Mr. O'Donovan's daughter.
- (2) This form reflects increases in beneficial ownership resulting from an exempt acquisition pursuant to Rule 16b-3(c).
- (3) Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan that vest in three equal annual installments beginning on December 21, 2002.
- (4) Options automatically granted pursuant to the reload feature of the New York Community Bancorp, Inc. 1997 Stock Option Plan that were exercisable on July 24, 2002.
- (5) Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan that vest in three equal annual installments beginning on July 24, 2003.
- (6) Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan that vest in three equal annual installments beginning on January 21, 2004.

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

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