

MANZULLI MICHAEL F
Form 4
May 25, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
MANZULLI MICHAEL F

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)
02/24/2006

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 02/24/2006 | | J(1) | V 120 A \$ 16.85 | 118,247 | I | By 401(k) |
| Common Stock | 05/17/2006 | | J(2) | V 730 A \$ 16.87 | 118,977 | I | By 401(k) |
| Common Stock | 05/17/2006 | | J(2) | V 330 A \$ 16.86 | 22,570 | I | By ESOP |
| Common Stock | | | | | 1,155,242 | D | |
| Common Stock | | | | | 84,726 | I | By LDM&P Pension |

Common Stock 27,200 I Trust By Spouse

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

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SEC 1474 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 5.24 | | | | | 10/20/2001 ⁽³⁾ 10/20/2008 | Common Stock | 19,085 |
| Stock Option (right to buy) | \$ 13.85 | | | | | 07/24/2004 ⁽⁴⁾ 07/24/2012 | Common Stock | 177,778 |
| Stock Option (right to buy) | \$ 16.06 | | | | | 01/21/2005 ⁽⁵⁾ 01/21/2013 | Common Stock | 124,444 |
| Stock Option (right to buy) | \$ 16.06 | | | | | 12/30/2005 ⁽⁶⁾ 01/21/2013 | Common Stock | 124,445 |

Reporting Owners

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

MANZULLI MICHAEL F
615 MERRICK AVENUE
WESTBURY, NY 11590

X

Chairman

Signatures

By: /s/ R. Patrick Quinn, Power of
Attorney

05/25/2006

__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) This form reflects increases in beneficial ownership resulting from an exempt acquisition pursuant to Rule 16b-3(c).
- (2) This form reflects increases in beneficial ownership resulting from dividend reinvestment pursuant to Rule 16a-11.

In connection with the merger of Richmond County with and into NYCB on July 31, 2001, each option to purchase one share of Richmond County common stock held by the reporting person was converted to an option to purchase 1.02 shares of NYCB common stock. The exercise price per share for each converted NYCB option was determined by dividing the exercise price of such option by the 1.02 ratio, with such quotient to be rounded to the nearest whole cent. These options are fully vested and were exercisable as of October 20, 2003.

- (3) Stock Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan vest in equal installments beginning on July 24, 2004 and were fully vested and are exercisable as of July 24, 2005.
- (4) Stock Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan are fully vested and are exercisable as of January 21, 2005.
- (5) Stock Options granted pursuant to the New York Community Bancorp, Inc. 1997 Stock Option Plan were fully exercisable as of December 30, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.