

NEW YORK COMMUNITY BANCORP INC
Form 8-K
May 22, 2008

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 19, 2008

NEW YORK COMMUNITY BANCORP, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

0- 31565
(Commission
File Number)
615 Merrick Avenue, Westbury, New York 11590

06-1377322
(IRS Employer
Identification No.)

(Address of principal executive offices) (Zip Code)

(516) 683-4100

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(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement

On May 19, 2008, New York Community Bancorp, Inc. (the Company) entered into an Underwriting Agreement with Raymond James & Associates, Inc. (Raymond James). Pursuant to the Underwriting Agreement, the Company has agreed to sell 15,540,000 shares of the Company's common stock to Raymond James at a purchase price of \$19.35 per share, less underwriting discount, and has provided Raymond James with an over-allotment option to purchase an additional 2,331,000 upon the same terms, resulting in aggregate net proceeds to the Company, after expenses, of \$339.1 million. The shares of common stock are being offered pursuant to a prospectus supplement, dated May 20, 2008, to the prospectus filed as part of the Company's effective Shelf Registration Statement on Form S-3 (Registration No. 333-129338).

Raymond James from time to time performs financial services for the Company and its affiliates for which Raymond James has received advisory or transaction fees, as applicable, plus out-of-pocket expenses, of the nature and in amounts customary in the industry for these financial services.

The foregoing description of the terms of the Underwriting Agreement is qualified in its entirety by reference to the Underwriting Agreement, which is filed as Exhibit 1.1 hereto and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Number | Description |
|---------------|---|
| 1.1 | Underwriting Agreement dated May 19, 2008 between New York Community Bancorp, Inc. and Raymond James & Associates, Inc. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

NEW YORK COMMUNITY BANCORP, INC.

Date: May 22, 2008

By: /s/ Ilene A. Angarola
Ilene A. Angarola
Executive Vice President and

Director, Investor Relations

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|---|
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