

NEW YORK COMMUNITY BANCORP INC
Form DEFA14A
May 27, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A

**Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934**

Filed by the registrant

Filed by a party other than the registrant

Check the appropriate box:

- | | |
|---|--|
| <input type="checkbox"/> Preliminary proxy statement | <input type="checkbox"/> Confidential, for Use of the Commission Only (as permitted by Rule 14-a6(e)(2)) |
| <input type="checkbox"/> Definitive proxy statement | |
| <input checked="" type="checkbox"/> Definitive additional materials | |
| <input type="checkbox"/> Soliciting material under Rule 14a-12 | |

New York Community Bancorp, Inc.

(Name of Registrant as specified in its Charter)

Payment of filing fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rule 14a-6(i)(4), and 0-11.
- (1) Title of each class of securities to which transaction applies:
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 - .. Fee paid previously with preliminary materials.
 - .. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.
 - (1) Amount previously paid:
 - (2) Form, schedule or registration statement no.:
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 - (4) Date filed:

***** Exercise Your *Right to Vote* *****

**Important Notice Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on June 7, 2016.**

NEWYORK COMMUNITY BANCORP, INC.

Meeting Information

Meeting Type: Annual

Date: Tuesday, June 7, 2016 **Time:** 10:00 AM EDT

For holders as of: April 12, 2016

Location: Sheraton LaGuardia East Hotel
135-20 39th Avenue

Flushing, NY 11354

You are receiving this communication because you hold shares in the company named above.

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

Before You Vote

How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Notice of Meeting and Proxy Statement
2. Annual Report to Shareholders including the 2015 Form 10-K

How to View Online:

Have the information that is printed in the box marked by the arrow (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET*: www.proxyvote.com
- 2) *BY TELEPHONE*: 1-800-579-1639
- 3) *BY E-MAIL**: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before June 6, 2016 to facilitate timely delivery.

How To Vote

Please Choose One of the Following Voting Methods

Vote In Person: If you choose to vote these shares in person at the meeting, you must request a *legal proxy*. To do so, please follow the instructions at www.proxyvote.com or request a paper copy of the materials, which will contain the appropriate instructions. Many shareholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance.

Vote By Internet: To vote now by Internet, go to *www.proxyvote.com*. Have the information that is printed in the box marked by the arrow (located on the following page) available and follow the instructions.

Vote By Telephone: To vote now by telephone, call 1-800-454-8683. Please refer to the proposals and follow the instructions.

Vote By Mail: Mark, sign and date your voting form and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

Voting Items

**The Board of Directors recommends you vote
FOR the following proposals:**

| | | For | Against | Abstain | |
|-----|---|------------|----------------|----------------|--|
| 1. | The election of four directors to three-year terms; | | | | For Against Abstain |
| | | | | | " " " |
| | Nominees: | | | | |
| | | For | Against | Abstain | |
| 1a. | Michael J. Levine | " | " | " | 3. A proposal to amend the Amended and Restated Certificate of Incorporation of the Company in order to phase out the classification of the board of directors and provide instead for the annual election of directors. |
| 1b. | Ronald A. Rosenfeld | " | " | " | |
| 1c. | Lawrence J. Savarese | " | " | " | The Board of Directors recommends you vote AGAINST the following proposal: |
| 1d. | John M. Tsimbinos | " | " | " | 4. A shareholder proposal regarding proxy access, if properly presented at the meeting. |
| 2. | The ratification of the appointment of KPMG LLP as the independent registered public accounting firm of the Company for the fiscal year ending December 31, 2016. | " | " | " | NOTE: If any other business is presented at the Annual Meeting, including whether or not to adjourn the meeting, this proxy will be voted by the proxies in their best judgment. |

Non-Voting Items

PLEASE X HERE ONLY IF
YOU PLAN TO ATTEND THE ..
MEETING AND VOTE THESE
SHARES IN PERSON

Voting Instructions

Signature 1 - (Please sign on line)

Signature 2 - (Joint Owners)

/ /
Date - (Please print
date)