

NEW YORK COMMUNITY BANCORP INC
Form 8-K
October 19, 2011

UNITED STATES
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): October 19, 2011

NEW YORK COMMUNITY BANCORP, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation or
organization)

1-31565
Commission File Number

06-1377322
(I.R.S. Employer
Identification No.)

615 Merrick Avenue, Westbury, New York 11590
(Address of principal executive offices)

(516) 683-4100
(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))
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CURRENT REPORT ON FORM 8-K

ITEM Results of Operations and Financial Condition
2.02:

On October 19, 2011, New York Community Bancorp, Inc. (the "Company") issued a press release reporting its financial results for the three and nine months ended September 30, 2011. A copy of the press release is attached as Exhibit 99.1 to this report.

ITEM Regulation FD Disclosure
7.01:

On October 19, 2011, the Company announced that its Board of Directors declared a \$0.25 per share dividend, payable on November 17, 2011 to shareholders of record as of November 7, 2011. The announcement was included as part of the press release issued by the Company on October 19th and is incorporated into this Item 7.01 by reference to Exhibit 99.1 (but only with respect to the information contained in Exhibit 99.1 regarding the announcement of the dividend declaration, and not with respect to any information furnished under Item 2.02 of this Form 8-K.)

ITEM Financial Statements and Exhibits
9.01:

- (d) Attached as Exhibit 99.1 is the press release issued by the Company on October 19, 2011, reporting its financial results for the three and nine months ended September 30, 2011.
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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 hereunto duly authorized.

Date: October 19, 2011

NEW YORK COMMUNITY BANCORP, INC.

/s/ Ilene A. Angarola
Ilene A. Angarola
Executive Vice President and Director,
Investor Relations and Corporate Communications

EXHIBIT INDEX

Exhibit Number	Description
Exhibit 99.1	Press release issued by the Company on October 19, 2011.
> 57,325,207	
November 2012	
37.95 32.91	54,620,883
December 2012	
34.95 32.43	50,203,063
January 2013	
35.50 31.76	56,376,754
February 2013	
33.38 30.76	50,393,417
March 2013	
31.42 29.08	61,192,597
April 2013	
29.89 17.98	134,871,438
May 2013	
22.38 18.97	96,661,377
June 2013	
22.33 15.41	95,685,518
July 2013	
18.68 14.22	91,316,729
August 2013	
22.29 16.19	85,655,060

September 2013

20.83 17.98 71,836,158

October 2013

21.55 17.75 73,853,989

November 1 to 6

19.26 18.64 24,484,304

New York Stock Exchange

High
(\$) **Low**
(\$) **Volume**

October 2012

42.54 38.24 135,985,853

November 2012

38.00 32.87 179,152,401

December 2012

35.53 32.81 138,996,631

January 2013

36.08 31.81 174,975,705

February 2013

33.36 30.14 201,740,394

March 2013

30.46 28.31 195,164,570

April 2013

29.39 17.51 583,910,816

May 2013

21.70 18.47 418,788,042

June 2013

21.68 14.67 369,894,657

July 2013

18.15 13.43 421,565,512

August 2013

21.20 15.53 400,275,705

September 2013

20.39 17.39 336,482,972

October 2013

20.62 17.13 321,195,079

November 1 to 6

18.46 17.87 147,497,846

DIRECTORS OF BARRICK

Steven J. Shapiro, a director of Barrick, is a director of Bumi plc, a company that was subject to a suspension of trading order that was in effect for more than 30 consecutive days while Mr. Shapiro was acting as a director for such company. On April 22, 2013, trading in Bumi plc's voting ordinary shares on the London Stock Exchange was temporarily suspended at the request of the company by the United Kingdom Financial Conduct Authority pending clarification of the company's financial position on the publication of its audited full year results for the period ending December 31, 2012. Trading in the voting ordinary shares of Bumi plc resumed on July 22, 2013, following the publishing of its audited full year results and discussions with the United Kingdom Financial Conduct Authority. For further information regarding the directors of Barrick, please see "Directors and Officers of the Company" on page 124 of the Annual Information Form which is incorporated by reference herein.

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LEGAL MATTERS

Certain legal matters relating to the Offering will be passed upon on behalf of Barrick by Davies Ward Phillips & Vineberg LLP in relation to Canadian law and by Cravath, Swaine & Moore LLP in relation to United States law and on behalf of the Underwriters by Osler, Hoskin & Harcourt LLP in relation to Canadian law and by Skadden, Arps, Slate, Meagher & Flom LLP in relation to United States law. As of the date hereof, partners and associates of Davies Ward Phillips & Vineberg LLP own beneficially, directly or indirectly, less than 1% of any outstanding class of securities of Barrick.

INTERESTS OF QUALIFIED PERSONS

Each of Robert Krcmarov, Rick Sims, David Londono and Steven Haggarty is a person who has reviewed or supervised the preparation of information upon which certain scientific and technical information relating to Barrick's mineral properties contained or incorporated by reference in this Prospectus is based. Each of such persons is an officer or employee of Barrick and/or an officer, director or employee of one or more of its associates or affiliates. None of such persons received or will receive a direct or indirect interest in any property of Barrick or any of its associates or affiliates. As of the date hereof, each of such persons owns beneficially, directly or indirectly, less than 1% of any outstanding class of securities of Barrick.

INDEPENDENT AUDITORS

The independent auditors of Barrick are PricewaterhouseCoopers LLP, Chartered Professional Accountants, PwC Tower, 18 York Street, Suite 2600, Toronto, Ontario, Canada, M5J 0B2. The Audited Financial Statements incorporated in this Prospectus by reference have been so incorporated in reliance on the reports of PricewaterhouseCoopers LLP, Chartered Professional Accountants, given on the authority of said firm as experts in auditing and accounting.

REGISTRAR AND TRANSFER AGENT

The transfer agent and registrar for the Common Shares is CST Trust Corporation in Canada at its principal office in Toronto and American Stock Transfer & Trust Company, LLC in the United States at its principal office in New York.

DOCUMENTS FILED AS PART OF THE REGISTRATION STATEMENT

The following documents have been or will be filed with the SEC as part of the registration statement of which this Prospectus is a part:

the documents listed as being incorporated by reference in this Prospectus under the heading "Documents Incorporated by Reference" in this Prospectus;

the Underwriting Agreement;

the consent of PricewaterhouseCoopers LLP;

the consent of Davies Ward Phillips & Vineberg LLP;

the consent of each of Robert Krmarov, Rick Sims, David Londono and Steven Haggarty; and

powers of attorney (included on the signature pages of the registration statement).

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PART II

INFORMATION NOT REQUIRED TO BE DELIVERED TO OFFEREES OR PURCHASERS

Indemnification

Under the *Business Corporations Act* (Ontario) (the **OBCA**), Barrick Gold Corporation (**Barrick** or the **Registrant**) may indemnify a director or officer of Barrick, a former director or officer of Barrick or another individual who acts or acted at Barrick's request as a director or officer, or an individual acting in a similar capacity, of another entity, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that association with Barrick or the other entity on condition that (i) the individual acted honestly and in good faith with a view to the best interests of Barrick or, as the case may be, to the best interests of the other entity for which the individual acted as a director or officer or in a similar capacity at Barrick's request, and (ii) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, the individual had reasonable grounds for believing that his or her conduct was lawful. Further, Barrick may, with court approval, indemnify an individual described above in respect of an action by or on behalf of Barrick or another entity to obtain a judgment in its favor, to which the individual is made a party by reason of the individual's association with Barrick or such other entity described above, against all costs, charges and expenses reasonably incurred by the individual in connection with such action if the individual fulfils condition (i) above. An individual referred to above is entitled to indemnification from Barrick as a matter of right if he or she was not judged by a court or other competent authority to have committed any fault or omitted to do anything he or she ought to have done and fulfils conditions (i) and (ii) above. Barrick has entered into a Memorandum of Agreement with each Barrick director and officer under which Barrick has agreed to indemnify and hold harmless the individual in substantially the same circumstances as outlined in this paragraph.

In accordance with the provisions of the OBCA described above, the by-laws of Barrick provide that, subject to the relevant provisions of the OBCA, Barrick shall indemnify a director or officer of Barrick, a former director or officer of Barrick, or another individual who acts or acted at Barrick's request as a director or officer, or an individual acting in a similar capacity, of another entity, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by the individual in respect of any civil, criminal, administrative, investigative or other proceeding in which the individual is involved because of that association with Barrick or such other entity if the individual acted honestly and in good faith with a view to the best interests of Barrick or, as the case may be, to the best interests of the other entity for which the individual acted as a director or officer or in a similar capacity at Barrick's request.

Barrick also maintains insurance for the benefit of its directors and officers against liability in their respective capacities as directors and officers. The directors and officers are not required to pay any premium in respect of the insurance. The policy contains standard industry exclusions.

Insofar as indemnification for liabilities arising under the Securities Act of 1933 may be permitted to directors, officers or persons controlling the Registrant pursuant to the foregoing provisions, the Registrant has been informed that in the opinion of the U.S. Securities and Exchange Commission such indemnification is against public policy as expressed in the Securities Act of 1933 and is therefore unenforceable.

EXHIBITS TO FORM F-10

The exhibits to this Amendment No. 2 to the Registration Statement on Form F-10 are listed in the Exhibit Index, which appears elsewhere herein.

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PART III

UNDERTAKING AND CONSENT TO SERVICE OF PROCESS

Item 1. Undertaking

The Registrant undertakes to make available, in person or by telephone, representatives to respond to inquiries made by the Commission staff, and to furnish promptly, when requested to do so by the Commission staff, information relating to the securities registered pursuant to this Form F-10 or to transactions in said securities.

Item 2. Consent to Service of Process

At the time of filing of this Amendment No. 2 to the Registration Statement on Form F-10, the Registrant has filed with the Commission a written irrevocable consent and power of attorney on Form F-X.

Any change to the name or address of the agent for service of the Registrant shall be communicated promptly to the Commission by amendment to Form F-X referencing the file number of the registration statement.

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Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form F-10 and has duly caused this Amendment No. 2 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Toronto, Province of Ontario, Canada, on this 7th day of November, 2013.

BARRICK GOLD CORPORATION

By: /s/ Sybil E. Veenman
 Name: Sybil E. Veenman
 Title: Senior Vice President and General Counsel

Pursuant to the requirements of the Securities Act of 1933, as amended, this Amendment No. 2 to the Registration Statement has been signed by or on behalf of the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Jamie C. Sokalsky	President, Chief Executive Officer and Director	November 7, 2013
Jamie C. Sokalsky	(Principal Executive Officer)	
/s/ Ammar Al-Joundi	Executive Vice President and Chief Financial Officer	November 7, 2013
Ammar Al-Joundi	(Principal Financial Officer)	
/s/ Michael S. Lepore	Vice President and Controller	November 7, 2013
Michael S. Lepore	(Principal Accounting Officer)	
*	Chairman and Director	November 7, 2013
Peter Munk		
*	Co-Chairman and Director	November 7, 2013
John L. Thornton		
*	Vice Chairman and Director	November 7, 2013
C. William D. Birchall		
*	Director	November 7, 2013

Howard L. Beck

*

Director

November 7, 2013

Donald J. Carty

*

Director

November 7, 2013

Gustavo A. Cisneros

*

Director

November 7, 2013

Robert M. Franklin

*

Director

November 7, 2013

J. Brett Harvey

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	*	Director	November 7, 2013
Dr. Dambisa Moyo			
	*	Director	November 7, 2013
The Right Honourable Brian Mulroney			
	*	Director	November 7, 2013
Anthony Munk			
	*	Director	November 7, 2013
Steven J. Shapiro			

*By: /s/ Sybil E. Veenman
Sybil E. Veenman
Attorney-in-fact

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AUTHORIZED REPRESENTATIVE

Pursuant to the requirements of Section 6(a) of the Securities Act of 1933, the undersigned has signed this Amendment No. 2 to the Registration Statement, solely in its capacity as the duly authorized representative of Barrick Gold Corporation in the United States, in the City of Toronto, Province of Ontario, Canada, on this 7th day of November, 2013.

BARRICK GOLDSTRIKE MINES INC.

(Authorized U.S. Representative)

By: /s/ Deni Nicoski

Name: Deni Nicoski

Title: Vice President and Treasurer

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Exhibit	Description
3.1**	Underwriting Agreement between Barrick and the underwriters named therein.
4.1	The annual information form dated as of March 28, 2013, for the year ended December 31, 2012 (incorporated by reference to Exhibit 99.1 to Barrick's Form 40-F, (Commission File No. 001-09059) filed with the Commission on March 28, 2013 (the Form 40-F)).
4.2	The annual audited consolidated financial statements for the year ended December 31, 2012, including consolidated balance sheets as at December 31, 2012 and December 31, 2011 and the consolidated statements of income, comprehensive income, cash flow and changes in equity for each of the years in the two-year period ended December 31, 2012, and related notes (the Audited Financial Statements), together with the independent auditors' report thereon (incorporated by reference to Exhibit 99.3 to the Form 40-F).
4.3	Management's discussion and analysis in respect of the Audited Financial Statements (incorporated by reference to Exhibit 99.4 to the Form 40-F).
4.4	The management proxy circular dated March 18, 2013, in connection with the annual meeting of Barrick's shareholders held on April 24, 2013 (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on March 26, 2013).
4.5	The interim unaudited consolidated financial statements of Barrick for the three- and nine-months ended September 30, 2013, including consolidated balance sheets as at September 30, 2013 and December 31, 2012, the consolidated statements of income, comprehensive income and cash flow for each of the three- and nine-month periods ended September 30, 2013 and September 30, 2012, and consolidated statement of changes in equity for the nine-month periods ended September 30, 2013 and September 30, 2012, and related notes (the Interim Financial Statements) (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on October 31, 2013).
4.6	Management's discussion and analysis in respect of the Interim Financial Statements (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on October 31, 2013).
4.7	The material change report dated May 13, 2013, regarding the pricing and closing of the sale of \$650 million aggregate principal amount of 2.50% notes due 2018 and \$1.5 billion aggregate principal amount of 4.10% notes due 2023 of Barrick, as well as the sale of \$850 million aggregate principal amount of 5.75% notes due 2043 of Barrick North America Finance LLC (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on May 13, 2013).
4.8	The material change report dated May 17, 2013, regarding the announcement of an agreement in principle between Pueblo Viejo Dominicana Corporation and the Government of the Dominican Republic, concerning amendments to the Pueblo Viejo Special Lease Agreement (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on May 17, 2013).
4.9	The material change report dated June 3, 2013, regarding the receipt by Barrick of a resolution from Chile's Superintendencia del Medio Ambiente (Chile's environmental agency) that requires Barrick to complete Pascua-Lama's water management system in accordance with the project's environmental permit before resuming construction activity in Chile, as well as the imposition of an administrative fine for deviations from certain requirements of the project's Chilean environmental approval (incorporated by reference to

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Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on June 3, 2013).

- 4.10 The material change report dated July 5, 2013, regarding updates to the Pascua-Lama project in Chile and Argentina with respect to construction re-sequencing, capital expenditures and impairment testing (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on July 5, 2013).
- 4.11 The material change report dated November 5, 2013, regarding the suspension of the Pascua-Lama project in Chile and Argentina (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on November 6, 2013).
- 4.12 The material change report dated November 5, 2013, regarding this Offering and the Tender Offer (incorporated by reference to Exhibit 99.1 to Barrick's Form 6-K (Commission File No. 001-09059), furnished to the Commission on November 6, 2013).
- 4.13 The Marketing Materials (incorporated by reference to Barrick's free writing prospectus (Commission File No. 333-192018), filed with the Commission on November 1, 2013).
- 5.1* Consent of PricewaterhouseCoopers LLP.
- 5.2** Consent of Davies Ward Phillips & Vineberg LLP.
- 5.3** Consent of Robert Krcmarov.
- 5.4** Consent of Rick Sims.
- 5.5** Consent of David Londono.

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5.6** Consent of Steven Haggarty.

6.1** Powers of Attorney.

* Filed herewith

** Previously filed