

FEDERAL TRUST CORP  
Form 4  
August 10, 2005

**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 \*  
SUSKIEWICH JAMES

(Last) (First) (Middle)  
312 WEST FIRST STREET  
(Street)

SANFORD, FL 32771

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
FEDERAL TRUST CORP [FDT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/09/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President, and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)  | Price   |  |   |
| Common Stock                    |                                      |  |                                |   | 25,569  | I  | IRA   |
| Common Stock                    |                                      |  |                                |   | 196,649   | D  |   |
| Common Stock                    |                                      |  |                                |   | 1,939   | I  | Spouse IRA  |
| Common Stock                    |                                      |  |                                |   | 147,341   | I  | Federal Trust 401K Plan                               |
| Common Stock                    |                                      |  |                                |   | 274,388   | I  | Trustee Federal Trust Corporation                     |

|              |            |   |        |   |       |         |   |  |
|--------------|------------|---|--------|---|-------|---------|---|--|
| Common Stock | 08/09/2005 | S | 70,000 | D | \$ 12 | 204,388 | I | Employee Stock Ownership Plan<br>Trustee Federal Trust Corporation Employee Stock Ownership Plan |
|--------------|------------|---|--------|---|-------|---------|---|--|

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. F. Derivative Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title  | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V (A) (D)   |  |                            |
| Common Stock Options                       | \$ 7.62  |                                      |  |                                |   | 10/24/2004 <sup>(1)</sup>                                | 10/23/2013  | Stock Options                                | 50,000                     |
| Common Stock Options                       | \$ 4   |                                      |  |                                |   | 10/01/2003 <sup>(2)</sup>                                | 09/30/2012  | Stock Options                                | 10,587                     |
| Common Stock Options                       | \$ 10.12   |                                      |  |                                |   | 05/06/2005   | 05/06/2015  | Stock Options                                | 50,000                     |

## Reporting Owners

Reporting Owner Name / Address Relationships

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Director    10% Owner    Officer    Other

SUSKIEWICH JAMES  
312 WEST FIRST STREET  
SANFORD, FL 32771

X

Chairman, President, and CEO

## Signatures

James V.  
Suskiewich

08/10/2005

\_\_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) Exercisable over 5 years at 20% per year.
  - (2) Exercisable over 5 years at 20% per year.

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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