

SUSKIEWICH JAMES  
Form 4  
August 03, 2007

**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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/02/2007

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

SANFORD, FL 32771  
(City) (State) (Zip)

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

**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)
			Code	V	Amount	(D)	Price
Common Stock					26,964	I	IRA
Common Stock					80,581	D	
Common Stock					1,977	I	Spouse IRA
Common Stock	07/31/2007		P		3,216	A	\$ 10.34
					174,774 <sup>(1)</sup>	I	Federal Trust 401K Plan
Common Stock	07/31/2007		P		12,051	A	\$ 5.99
					212,723 <sup>(2)</sup>	I	Trustee Federal

Common Stock	120,000	I	Trust Corporation Employee Stock Ownership Plan  Spouse
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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. D S (I	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Options	\$ 7.47					10/24/2004	10/23/2013	Stock Options	51,000
Common Stock Options	\$ 3.92					10/01/2003	09/30/2012	Stock Options	10,798
Common Stock Options	\$ 9.92					05/06/2005	05/06/2015	Stock Options	51,000
Common Stock Options	\$ 10					11/18/2006 <sup>(3)</sup>	11/18/2015	Stock Options	102,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director    10% Owner    Officer    Other

SUSKIEWICH JAMES  
312 WEST FIRST STREET    X    Chairman, President, and CEO  
SANFORD, FL 32771

## Signatures

James V.  
Suskiewich    08/03/2007

\_\_Signature of    Date  
Reporting Person

## 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) 401K holding balance changes due to bi-weekly payroll and other employee transfers
  - (2) ESOP holding balance changes due to the reinvestment of dividends and withdrawals by former employees
  - (3) 51,000 exercisable immediately; 51,000 shares exercisable over 3 years at 33.3% 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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