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): August 10, 2004

FEDERAL TRUST CORPORATION

(Exact name of registrant as specified in its charter)

Florida (State or other jurisdiction

Of incorporation)

000-23449 Commission File Number 59-2935028 (I.R.S. Employer

Identification No.)

312 West First Street

Sanford, Florida 32771

(address of principal executive offices)

Registrant s telephone number: (407) 323-1833

ITEM 5. Other Events and Regulation FD Disclosure.

On August 10, 2004, Federal Trust Corporation issued a press release announcing the increase in size and completion of its \$10.5 million public common stock offering.

ITEM 7. Item 7. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibit is being furnished with this Report:

99.1 Press Release (solely furnished and not filed for purposes of Item 12).

Date: August 10, 2004

Federal Trust Corporation (Registrant)

By: /s/ Gregory E. Smith

Gregory E. Smith Executive Vice President and Chief Financial Officer (407) 323-1833