HAMMOND THOMAS J

Form 4

February 01, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Section 16. Form 4 or Form 5

obligations

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

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

below)

HAMMOND THOMAS J

FLAGSTAR BANCORP INC [(NYSE:FBC)]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

X Director X_ Officer (give title X__ 10% Owner _ Other (specify

5151 CORPORATE DRIVE

(Street)

(Month/Day/Year) 01/30/2006

Symbol

Chairman of the Board

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

TROY, MI 48098

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	ired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securitor(A) or Di (Instr. 3,	sposed 4 and (A) or	l of (D) 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)
Flagstar Bancorp, Inc. Common Stock	01/30/2006		Code V M	Amount 40,000	(D)		56,178	D	
Flagstar Bancorp, Inc. Common Stock	01/30/2006		S	100	D	\$ 15.12	56,078	D	
Flagstar Bancorp,	01/30/2006		S	6,000	D	\$ 15.13	50,078	D	

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Inc. Common Stock							
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	1,400	D	\$ 15.14	48,678	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	800	D	\$ 15.15	47,878	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	900	D	\$ 15.16	46,978	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	1,300	D	\$ 15.17	45,678	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	800	D	\$ 15.18	44,878	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	2,500	D	\$ 15.19	42,378	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	4,600	D	\$ 15.2	37,778	D
Flagstar Bancorp, Inc. Common Stock	01/30/2006	S	3,500	D	\$ 15.21	34,278	D
Flagstar Bancorp, Inc.	01/30/2006	S	5,400	D	\$ 15.22	28,878	D

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Common Stock											
Flagstar Bancorp, Inc. Common Stock	01/30/20	006	S	4,600	D	\$ 15.23	24,278	D			
Flagstar Bancorp, Inc. Common Stock	01/30/20	006	S	1,800	D	\$ 15.24	22,478	D			
Flagstar Bancorp, Inc. Common Stock	01/30/20	006	S	6,300	D	\$ 15.25	16,178	D			
Flagstar Bancorp, Inc. Common Stock							11,009,440	Ĭ	By Trus	t	
Flagstar Bancorp, Inc. Common Stock							52,946.19 <u>(1)</u>	! I	By 401(Plan	K)	
D : 1 D				e 11			P 4				
Keminder: K	eeport on a sep	oarate line for each cla	iss of securities dene	Person inform require	ns wh nation ed to ys a o	no respor containe respond	nd to the colle ed in this form unless the for valid OMB co	are not	SEC 1474 (9-02)		
			ative Securities Acq puts, calls, warrants					l			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Conversion (Month/Day/Year) Exector Exercise any Price of (Month/Day/Year) (Month/Day/Year) Exector Exercise (Month/Day/Year) Exer		4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerci Expiration Dat (Month/Day/Y	e	7. Title and Underlying (Instr. 3 and	Securities	8 1 5 (
				Code V	(A)	(D)		Expiration Date	Title	Amount or Number of Shares	

Stock

Option (Right to Buy)

Option \$ 5.01 01/30/2006 M 40,000 (2) 05/22/2006 Common Stock 40,000

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HAMMOND THOMAS J

5151 CORPORATE DRIVE X X Chairman of the Board

TROY, MI 48098

Signatures

/s/ Thomas J.
Hammond

**Signature of Reporting

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) Because the stock fund component of the 401(k) Plan is accounted for in unit accounting, the number of share equivalents is based on the closing price of Flagstar Bancorp, Inc. common stock on January 31, 2006.
- (2) 25% of these options vested on May 22, 2003, 25% of these options vested on May 22, 2004, and 50% of these options vested on May 22, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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