

HAMMOND THOMAS J

Form 4

December 28, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HAMMOND THOMAS J

2. Issuer Name **and** Ticker or Trading  
Symbol  
FLAGSTAR BANCORP INC  
[(NYSE:FBC)]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

5151 CORPORATE DRIVE

(Street)

TROY, MI 48098

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/27/2006

☒ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chairman of the Board

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)           | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                                 |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 1,900                                                                                                              | D                                                                    | \$ 15.3                                                           |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 10,348,543                                                        |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | I                                                                 |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | By Trust                                                          |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 300                                                                                                                | D                                                                    | \$ 15.28                                                          |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 10,348,243                                                        |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | I                                                                 |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | By Trust                                                          |
| Flagstar<br>Bancorp,                            | 12/27/2006                              |                                                             | S <sup>(1)</sup>                     |                                                                         | 200                                                                                                                | D                                                                    | \$ 15.27                                                          |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 10,348,043                                                        |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | I                                                                 |
|                                                 |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | By Trust                                                          |

|                                                 |            |                  |        |   |             |                          |   |                   |  |
|-------------------------------------------------|------------|------------------|--------|---|-------------|--------------------------|---|-------------------|--|
| Inc.<br>Common<br>Stock                         |            |                  |        |   |             |                          |   |                   |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 700    | D | \$<br>15.26 | 10,347,343               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 700    | D | \$<br>15.25 | 10,346,643               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 483    | D | \$<br>15.24 | 10,346,160               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 2,767  | D | \$<br>15.23 | 10,343,393               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 2,950  | D | \$<br>15.22 | 10,340,443               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 4,300  | D | \$<br>15.21 | 10,336,143               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock | 12/27/2006 | S <sup>(1)</sup> | 10,700 | D | \$ 15.2     | 10,325,443               | I | By Trust          |  |
| Flagstar<br>Bancorp,<br>Inc.<br>Common<br>Stock |            |                  |        |   |             | 17,062                   | D |                   |  |
| Flagstar<br>Bancorp,<br>Inc.                    |            |                  |        |   |             | 56,684.36 <sup>(2)</sup> | I | By 401(K)<br>Plan |  |

Common  
Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                     |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                       |       |
|------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                            | Director      | 10% Owner | Officer               | Other |
| HAMMOND THOMAS J<br>5151 CORPORATE DRIVE<br>TROY, MI 48098 | X             | X         | Chairman of the Board |       |

## Signatures

/s/ Thomas J.  
Hammond 12/28/2006

\_\_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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 1, 2006.
- (2) 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 December 27, 2006.

## Edgar Filing: HAMMOND THOMAS J - Form 4

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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