## Edgar Filing: Borja Paul D - Form 4

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UNITEDS							OMB Number:	3235-0287		
ər	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: January 31 200 Estimated average burden hours per response 0.			
s Section 17(a) ction	) of the Public U	Itility Hold	ling Com	ipany	Act o	f 1935 or Section	on			
esponses)										
1. Name and Address of Reporting Person <u>*</u> Borja Paul D			2. Issuer Name <b>and</b> Ticker or Trading Symbol FLAGSTAR BANCORP INC [(NYSE:FBC)]				5. Relationship of Reporting Person(s) to Issuer			
							(Check all applicable)			
	(Month/	3. Date of Earliest Transaction (Month/Day/Year)				Director 10% Owner X Officer (give title Other (specify below) below)				
5151 CORPORATE DRIVE			01/20/2012				Executive VP and CFO			
			-				6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person			
8098										
(State) (Z	Zip) Tal	ole I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
ecurity (Month/Day/Year) Execution Date, if TransactionAd nstr. 3) any Code Di		onAcquired Disposed	Disposed of (D) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I)				
01/20/2012		Code V		(D)	Price \$ 0 (1)	(Instr. 3 and 4) 335,710	D			
	4 UNITED S box er STATEM 5. STATEM 5. Filed purs section 17(a esponses) dress of Reporting P (First) (M ORATE DRIVE (Street) 8098 (State) (1 2. Transaction Date (Month/Day/Year)	4 UNITED STATES SECU Wa sbox STATEMENT OF CHAN STATEMENT OF CHAN Section 17(a) of the Public U 30(h) of the In Section 17(a) of the Public U 30(h) of the In Symbol FLAGS [(NYS) (First) (Middle) 3. Date of (Month/D DRATE DRIVE 01/20/2 (Street) 4. If Am Filed(Month/D 8098 (State) (Zip) Tat 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)	4       UNITED STATES SECURITIES A Washington, Washington, Statement of Changes into Section 17(a) of the Public Utility Hold 30(h) of the Investment         snee.       Filed pursuant to Section 16(a) of the Section 17(a) of the Public Utility Hold 30(h) of the Investment         esponses)       Section 17(a) of the Public Utility Hold 30(h) of the Investment         ddress of Reporting Person <sup>↑</sup> 2. Issuer Name and Symbol FLAGSTAR BAI [(NYSE:FBC)]         (First)       (Middle)       3. Date of Earliest Tre (Month/Day/Year)         ORATE DRIVE       01/20/2012         (Street)       4. If Amendment, Da Filed(Month/Day/Year)         8098       (State)       (Zip)         (State)       (Zip)       Table I - Non-D         2. Transaction Date       2A. Deemed       3.         (Month/Day/Year)       Execution Date, if       Transactio any         any       Code       (Month/Day/Year)	4 UNITED STATES SECURITIES AND EXC Washington, D.C. 202 Shox TATEMENT OF CHANGES IN BENEFI Section 17(a) of the Public Utility Holding Corr Section 17(a) of the Public Utility Holding Corr 30(h) of the Investment Compan esponses) ddress of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Symbol FLAGSTAR BANCORP [(NYSE:FBC)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) DRATE DRIVE 01/20/2012 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 8098 (State) (Zip) Table I - Non-Derivative S 2. Transaction Date 2A. Deemed 3. 4. Securit (Month/Day/Year) Execution Date, if TransactionAcquired any Code Disposed (Month/Day/Year) (Instr. 8) (Instr. 3)	4       UNITED STATES SECURITIES AND EXCHAN Washington, D.C. 20549         Shox       STATEMENT OF CHANGES IN BENEFICIAL SECURITIES         Sing       STATEMENT OF CHANGES IN BENEFICIAL SECURITIES         Sheat       Filed pursuant to Section 16(a) of the Securities Ex- section         Section 17(a) of the Public Utility Holding Company attion       Section 17(a) of the Public Utility Holding Company 30(h) of the Investment Company Act         esponses)       Section 17(a) of the Public Utility Holding Company 30(h) of the Investment Company Act         esponses)       Lissuer Name and Ticker or Tradin Symbol FLAGSTAR BANCORP INC [(NYSE:FBC)]         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)         DRATE DRIVE       01/20/2012         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)         8098       (State)       Zip)         (State)       (Zip)       Table I - Non-Derivative Securities         2. Transaction Date       2A. Deemed       3.       4. Securities         (Month/Day/Year)       Execution Date, if       TransactionAcquired (A) o any       Code       Disposed of (D (Month/Day/Year)         (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and       (A) or Code       (A)	4       UNITED STATES SECURITIES AND EXCHANGE A Washington, D.C. 20549         abox       Statement of CHANGES IN BENEFICIAL OW SECURITIES         abox       Statement of CHANGES IN BENEFICIAL OW SECURITIES         abox       Statement of the Public Utility Holding Company Act of Section 17(a) of the Public Utility Holding Company Act of 19         shue.       Section 17(a) of the Public Utility Holding Company Act of 19         shue.       Section 17(a) of the Public Utility Holding Company Act of 19         esponses)       Section 17(a) of the Investment Company Act of 19         esponses)       Excurring Person <sup>±</sup> theress of Reporting Person <sup>±</sup> 2. Issuer Name and Ticker or Trading Symbol         FLAGSTAR BANCORP INC       [(Nonth/Day/Year)         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)         (Matth Day/Year)       01/20/2012         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)         8098       (State)       (Zip)         (State)       (Zip)       Table I - Non-Derivative Securities Act         2. Transaction Date       2. Deemed       3.       4. Securities         (Month/Day/Year)       Execution Date, if       TransactionAcquired (A) or any       Code         (Month/Day/Year)       (Instr. 8) (Instr. 3, 4 and 5)       (A) or Code <td>4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         show       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES         show       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         esponses)       Section 17(a) of the Public Utility Holding Company Act of 1940         esponses)       2. Issuer Name and Ticker or Trading Symbol         Heress of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol         FLAGSTAR BANCORP INC [(NYSE:FBC)]       Chereor         (Kireet)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or J Applicable Line)         8098       Filed Nonth/Day/Year)       Applicable Line)         (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of Code Disposed of (D) Beneficially (Month/Day/Year)       5. Amount of Securities Securities Securities Acquired, Disposed of Code Disposed of (D) Beneficially (Instr. 3, 4 and 5)         (Month/Day/Year)       3. 4. Securities Securities Securities Acquired, Disposed of Code V Amount (D) Price</td> <td>4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB A OMB Number: Expression         ar       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expression         bit       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, succision       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         esponses)       Executive Xame and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      </td>	4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         show       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES         show       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         esponses)       Section 17(a) of the Public Utility Holding Company Act of 1940         esponses)       2. Issuer Name and Ticker or Trading Symbol         Heress of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol         FLAGSTAR BANCORP INC [(NYSE:FBC)]       Chereor         (Kireet)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or J Applicable Line)         8098       Filed Nonth/Day/Year)       Applicable Line)         (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of Code Disposed of (D) Beneficially (Month/Day/Year)       5. Amount of Securities Securities Securities Acquired, Disposed of Code Disposed of (D) Beneficially (Instr. 3, 4 and 5)         (Month/Day/Year)       3. 4. Securities Securities Securities Acquired, Disposed of Code V Amount (D) Price	4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB A OMB Number: Expression         ar       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expression         bit       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, succision       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         esponses)       Executive Xame and Ticker or Trading Symbol       5. Relationship of Reporting Per Issuer         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)		

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

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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Addre	ess	Relationships						
	Director	10% Owner	Officer	Other				
Borja Paul D 5151 CORPORATE DRIVE TROY, MI 48098	3		Executive VP and CFO					
Signatures								
/s/ Paul D. Borja	01/24/2012							

## Reporting Person Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

Date

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares of Flagstar Bancorp, Inc. Common Stock represent a portion of the reporting person's salary, net of withholdings and deductions, and were issued under Flagstar Bancorp, Inc.'s 2006 Equity Incentive Plan.

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.

\*\*Signature of