### Edgar Filing: Rinaldi Salvatore J - Form 4

Rinaldi Salva Form 4											
December 29	9, 2009										
FORM 4 UNITED STATES SECUR				RITIES AND EXCHANGE COMMISSION					OMB APPROVAL		
					D.C. 20				Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. Filed prinue.	EMENT O pursuant to 17(a) of the 30(h)	Section 16	SECUR 6(a) of the ility Hole	January 31, Expires: 2005 Estimated average burden hours per response 0.5 n						
(Print or Type F	Responses)										
Rinaldi Salvatore J Symbol			TAR BANCORP INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 3. Date of (Month/D C/O FLAGSTAR BANCORP, 12/24/20 INC., 5151 CORPORATE DRIVE				f Earliest Transaction Day/Year)				Director       10% Owner         Officer (give title       Other (specify below)         below)       below)         EVP and Chief of Staff			
TROY, MI	(Street) 48098			ndment, Da th/Day/Year	te Original			6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M Person	One Reporting Pe	rson	
(City)	(State)	(Zip)	Table	e I - Non-D	Oerivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)		2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit on(A) or Di (Instr. 3, 4	sposed	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Flagstar Bancorp, Inc. Common Stock	12/24/2009			Code V	Amount 19,841	(D)	Price \$ 0 (1)	(Instr. 3 and 4) 56,470	D		
Flagstar Bancorp, Inc. Common Stock	12/24/2009			F	8,199	D	\$ 0.63	48,271	D		

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	orNumber	Expiration Da	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	5		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				<u> </u>					of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Addre	SS	Relationships						
	Director	10% Owner	Officer	Other				
Rinaldi Salvatore J C/O FLAGSTAR BANCORP, 5151 CORPORATE DRIVE TROY, MI 48098	INC.		EVP and Chief of Staff					
Signatures								
/s/ Salvatore J. Rinaldi 12	/29/2009							

<u>\*\*</u>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) Securities are base salary paid to Mr. Rinaldi in the form of shares of the Flagstar Bancorp, Inc. Common Stock as further described in the Company's Current Report on Form 8-K filed on October 28, 2009.

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.