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Check this box if no longer subject to Section 16. Form 4 or Form 5 chlications Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,					Number:January 31Expires:2005Estimated averageburden hours perresponse0.5					
esponses)										
Borja Paul D Symbo FLAC			bol AGSTAR BANCORP INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(First) (M	(Month/	Day/Year)	ansaction			Director 10% Owner XOfficer (give title Other (specify below) Executive VP and CFO				
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
8098						Person	More than One R	eporung		
(State) (Z	Zip) Tal	ole I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned		
	Execution Date, i any	ate, if TransactionAcquired (A) or Code Disposed of (D) /Year) (Instr. 8) (Instr. 3, 4 and 5) (A)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)					
01/06/2012		Code V			Price \$ 0 (1)	(Instr. 3 and 4) 328,078	D			
	box r STATEM Filed purs Section 17(a sue. 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 box T STATEMENT OF CHAN Filed pursuant to Section Section 17(a) of the Public U 30(h) of the I seponses) dress of Reporting Person [*] 2. Issue Symbol FLAGS [(NYS (First) (Middle) 3. Date of (Month/ DRATE DRIVE 01/06/2 (Street) 4. If Am Filed(Month/ 8098 (State) (Zip) Tat 2. Transaction Date 2A. Deemed (Month/Day/Year) (Month/Day/Year)	4 UNITED STATES SECURITIES A Washington, box T STATEMENT OF CHANGES IN I SECUR Filed pursuant to Section 16(a) of the Section 17(a) of the Public Utility Hold Section 17(a) of the Public Utility Hold 30(h) of the Investment esponses) dress of Reporting Person ¹ 2. Issuer Name and Symbol FLAGSTAR BAI [(NYSE:FBC)] (First) (Middle) 3. Date of Earliest Tr (Month/Day/Year) ORATE DRIVE 01/06/2012 (Street) 4. If Amendment, Da Filed(Month/Day/Year) 8098 (State) (Zip) Table I - Non-D 2. Transaction Date 2A. Deemed 3. (Month/Day/Year) Execution Date, if Transactio any Code (Month/Day/Year) (Instr. 8)	4 UNITED STATES SECURITIES AND EXC box STATEMENT OF CHANGES IN BENEFI SECURITIES Filed pursuant to Section 16(a) of the Securiti Section 17(a) of the Public Utility Holding Com Section 17(a) of the Public Utility Holding Com a 30(h) of the Investment Company seponses) dress of Reporting Person 2 2. Issuer Name and Ticker or Symbol FLAGSTAR BANCORP 1 [(NYSE:FBC)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) DRATE DRIVE 01/06/2012 (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 box statement of CHANGES IN BENEFICIAL SECURITIES Filed pursuant to Section 16(a) of the Securities Ex- Section 17(a) of the Public Utility Holding Company Section 17(a) of the Public Utility Holding Company auton 30(h) of the Investment Company Act seponses) dress of Reporting Person [*] 2. Issuer Name and Ticker or Tradim Symbol FLAGSTAR BANCORP INC [(NYSE:FBC)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) DRATE DRIVE 01/06/2012 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 8098 (State) (Zip) Table I - Non-Derivative Securi 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and (A) or Code V Amount (D)	4 UNITED STATES SECURITIES AND EXCHANGE A Washington, D.C. 20549 statement of CHANGES IN BENEFICIAL OW SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 19 seponses) dress of Reporting Person ¹ 2. Issuer Name and Ticker or Trading Symbol FLAGSTAR BANCORP INC [(NYSE:FBC)] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) ORATE DRIVE 01/06/2012 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 8098 (State) (Zip) Table I - Non-Derivative Securities Act 2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) Code V Amount (D) Price	4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITES 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 sponses) 30(h) of the Investment Company Act of 1940 dress of Reporting Person ± 2. Issuer Name and Ticker or Trading Symbol FLAGSTAR BANCORP INC [(NYSE:FBC)] 5. Relationship of Issuer (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director Z. Officer (give below) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or J Applicable Line) Z. Form filed by Person (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Disposed of D) Beneficially (Month/Day/Year) 5. Amount of Securities S. Amount of Filed(Month/Day/Year) (Month/Day/Year) 3. 4. Securities S. Amount of Securities Acquired, Disposed of D) Beneficially (Month/Day/Year) (Month/Day/Year) Code Disposed of (D) Beneficially Code Disposed of D) Beneficially Code V Amount (D) Price Amount of Securities Code V Amount (D) Price	4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB A MB Number: box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: 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 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 seponses) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Per Issuer characterization (Month/Day/Year) Director Nonth/Day/Year) 109 -X_Officer (give title below) ORATE DRIVE 01/06/2012 Executive VP and CF Isled(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filit Applicable Line) -X_Form filed by More than One R Person (Street) 2.1. Execution Date (Xitee) 3. 4. Securities Code 5. Amount of Disposed of (D) Owned 6. Ownership Form: Direct Code (Struet) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial 2. Transaction Date (Month/Day/Year) 5. Amount of Code 6. Ownership Owned (A) (Month/Day/Year) 3. 4. Securities Code 5. Amount of Disposed of (D) Disposed of (D) 6. Ownership Owned		

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 / Address	Relationships						
	Director	10% Owner	Officer	Other			
Borja Paul D 5151 CORPORATE DRIVE TROY, MI 48098			Executive VP and CFO				
Signatures							
/a/ Davil D. Damia 01	/10/2012						

/s/ Paul D. Borja	01/10/2012
**Signature of	Date
Reporting Person	

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).
- These shares of Flagstar Bancorp, Inc. Common Stock represent a portion of the reporting person's salary, net of withholdings and (1) 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.