#### Edgar Filing: FLAGSTAR BANCORP INC - Form 4

Form 4	BANCORP INC								
October 16, 2	ГЛ	STATES SEC	JRITIES A	ND EXC	CHAN	NGE	COMMISSION		PPROVAL
Check thi			ashington,					Number:	3235-0287 January 31,
if no long subject to Section 1 Form 4 or Form 5	SECUR	ITIES			VNERSHIP OF ge Act of 1934,	Expires: Estimated burden hou response	2005 average urs per		
obligatior may conti <i>See</i> Instru 1(b).	inue. Section 17(a		Utility Hold	ing Com	pany	Act o	of 1935 or Sectio	n	
(Print or Type R	Responses)								
1. Name and A DiNello Ale	ddress of Reporting F ssandro	Symbo	uer Name <b>and</b> 1 JSTAR BAN			g	5. Relationship of Issuer	f Reporting Per	rson(s) to
			SE:FBC)]	NCORF I	INC		(Chec	k all applicabl	e)
	(First) (M STAR BANCORP CORPORATE DE	(Month , 10/11	of Earliest Tra n/Day/Year) /2013	ansaction			Director X Officer (give below) Pre		6 Owner er (specify
	(Street)	4. If A	mendment, Dat Ionth/Day/Year)	-			6. Individual or Jo Applicable Line) _X_ Form filed by 0	One Reporting P	erson
TROY, MI 4	48098						Person	More than One R	eporung
(City)	(State) (	Zip) Ta	ble I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code ar) (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	(A) o of (D 4 and (A) or	)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Flagstar Bancorp, Inc. Common	10/11/2013		A	993 <u>(1)</u>		\$0	25,894	D	
Stock Flagstar Bancorp, Inc. Common							200	I	By Wife's Trust
Stock							6,935	I	

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Flagstar Bancorp, Inc.			By 401(k) Plan
Common			
Stock			
Flagstar			
Bancorp,			
Inc.	6	Ι	By Trust
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	SEC 1474
information contained in this form are not	(9-02)
required to respond unless the form	
displays a currently valid OMB control	
number.	

# 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)	4. Transactic Code (Instr. 8)	of		Date	7. Titl Amou Under Secur (Instr.	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						
<b>rs</b>	Director	10% Owner	Officer	Other			
DiNello Alessandro C/O FLAGSTAR BANCORP, INC. 5151 CORPORATE DRIVE TROY, MI 48098			President / CEO				
Signatures							
Jan M. Klym, by Power of Attorney DiNello	for Mr.	1	0/15/2013				
**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) 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.