FLAGSTAR BANCORP INC

Form 4

March 01, 2006

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

Form 5

subject to

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

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 may continue.

30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HAMMOND THOMAS J Issuer Symbol FLAGSTAR BANCORP INC (Check all applicable) [(NYSE:FBC)] _X__ 10% Owner (Last) (First) (Middle) 3. Date of Earliest Transaction _X_ Director __Other (specify X_ Officer (give title (Month/Day/Year) below) 5151 CORPORATE DRIVE 02/27/2006 Chairman of the Board (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

TROY, MI 48098

1110 1, 1,11					Person				
(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Flagstar Bancorp, Inc. Common Stock	02/27/2006		Code V	Amount 1,700	` '		10,807,740	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006		S	4,800	D	\$ 15.52	10,802,940	I	By Trust
Flagstar Bancorp,	02/27/2006		S	2,900	D	\$ 15.53	10,800,040	I	By Trust

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Inc. Common Stock								
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	2,200	D	\$ 15.54	10,797,840	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	7,900	D	\$ 15.55	10,789,940	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	2,800	D	\$ 15.56	10,787,140	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	5,200	D	\$ 15.57	10,781,940	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	200	D	\$ 15.58	10,781,740	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	1,100	D	\$ 15.59	10,780,640	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/27/2006	S	200	D	\$ 15.6	10,780,440	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	800	D	\$ 15.25	10,779,640	I	By Trust
Flagstar Bancorp, Inc.	02/28/2006	S	700	D	\$ 15.26	10,778,940	I	By Trust

Common Stock								
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	1,300	D	\$ 15.27	10,777,640	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	500	D	\$ 15.28	10,777,140	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	200	D	\$ 15.29	10,776,940	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	300	D	\$ 15.3	10,776,640	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	200	D	\$ 15.31	10,776,440	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	600	D	\$ 15.32	10,775,840	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	700	D	\$ 15.33	10,775,140	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	1,300	D	\$ 15.35	10,773,840	I	By Trust
Flagstar Bancorp, Inc. Common	02/28/2006	S	1,500	D	\$ 15.36	10,772,340	I	By Trust

Stock								
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	3,200	D	\$ 15.37	10,769,140	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	2,500	D	\$ 15.38	10,766,640	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	2,200	D	\$ 15.39	10,764,440	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	5,800	D	\$ 15.4	10,758,640	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	4,400	D	\$ 15.41	10,754,240	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	5,000	D	\$ 15.42	10,749,240	I	By Trust
Flagstar Bancorp, Inc. Common Stock	02/28/2006	S	2,200	D	\$ 15.43	10,747,040	I	By Trust
Flagstar Bancorp, Inc. Common Stock						25,745	D	
Flagstar Bancorp, Inc. Common Stock						54,391.26 (1)	I	By 401(k) Plan

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.

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9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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.	4	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ction	Number	Expiration Da	ate	Amou	ınt of	Derivative	
Security	or Exercise		any	Code	(of	(Month/Day/	Year)	Under	rlying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	8) 1	Derivative	•		Secur	ities	(Instr. 5)	
	Derivative					Securities			(Instr.	3 and 4)		
	Security				1	Acquired						
	_				((A) or						
]	Disposed						
					(of (D)						
					((Instr. 3,						
					4	4, and 5)						
										Amount		
							Date	Expiration	m: d	or		
							Exercisable	Date	Title	Number		
				G 1		(A) (B)				of		
				Code	V ((A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

HAMMOND THOMAS J 5151 CORPORATE DRIVE

X X Chairman of the Board

TROY, MI 48098

Signatures

/s/ Thomas J. 03/01/2006 Hammond

**Signature of Reporting 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).
- 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 February 28, 2006.

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.

Reporting Owners 5