

Flagstar Bancorp, Inc. (NYSE: FBC)

KBW Mortgage Finance Conference

June 2, 2015



Cautionary statement

This report contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. Forward-looking statements are based on management's current expectations and assumptions regarding the Company's business and performance, the economy and other future conditions, and forecasts of future events, circumstances and results. However, they are not guarantees of future performance and are subject to known and unknown risks, uncertainties, contingencies and other factors. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates" and variations of such words and similar expressions are intended to identify such forward-looking statements. The Company's actual results or outcomes may vary materially from those expressed or implied in a forward-looking statement. Accordingly, we cannot and do not provide you with any assurance that our expectations will in fact occur or that actual results will not differ materially from those expressed or implied by such forward-looking statements. In light of the significant uncertainties inherent in the forward-looking statements included herein, the inclusion of such information should not be regarded as a representation by us or any other person that the results or conditions described in such statements or our objectives and plans will be achieved.

Factors that could cause future results to differ materially from historical performance and these forward-looking statements include, but are not limited to, the following items:

1. General business and economic conditions, including unemployment rates, movements in interest rates, the slope of the yield curve, any increase in mortgage fraud and other related activity and the changes in asset values in certain geographic markets, that affect us or our counterparties;
2. Volatile interest rates, and our ability to effectively hedge against them, which could affect, among other things, (i) the overall mortgage business, (ii) our ability to originate or acquire loans and to sell assets at a profit, (iii) prepayment speeds, (iv) our cost of funds and (v) investments in mortgage servicing rights;
3. The adequacy of our allowance for loan losses and our representation and warranty reserves;
4. Changes in accounting standards generally applicable to us and our application of such standards, including in the calculation of the fair value of our assets and liabilities;
5. Our ability to borrow funds, maintain or increase deposits or raise capital on commercially reasonable terms or at all and our ability to achieve or maintain desired capital ratios;
6. Changes in material factors affecting our loan portfolio, particularly our residential mortgage loans, and the market areas where our business is geographically concentrated or further loan portfolio or geographic concentration;
7. Changes in, or expansion of, the regulation of financial services companies and government-sponsored housing enterprises, including new legislation, regulations, rulemaking and interpretive guidance, enforcement actions, the imposition of fines and other penalties by our regulators, the impact of existing laws and regulations, new, changed or reduced roles or guidelines of government-sponsored entities, changes in regulatory capital ratios, and increases in deposit insurance premiums and special assessments of the Federal Deposit Insurance Corporation;
8. Our ability to comply with the terms and conditions of the Supervisory Agreement with the Board of Governors of the Federal Reserve and the Bank's ability to comply with the Consent Order of the Office of Comptroller of the Currency and the Consent Order of the Consumer Financial Protection Bureau and our ability to address any further matters raised by these regulators, and other regulators or government bodies;
9. Our ability to comply with the terms and conditions of the agreement with the U.S. Department of Justice and the impact of compliance with that agreement and our ability to accurately estimate the financial impact of that agreement, including the fair value and timing of the future payments;
10. The Bank's ability to make capital distributions and our ability to pay dividends on our capital stock or interest on our trust preferred securities;
11. Our ability to attract and retain senior management and other qualified personnel to execute our business strategy, including our entry into new lines of business, our introduction of new products and services and management of risks relating thereto, and our competing in the mortgage loan originations, mortgage servicing and commercial and retail banking lines of business;
12. Our ability to satisfy our mortgage servicing and subservicing obligations and manage repurchases and indemnity demands by mortgage loan purchasers, guarantors and insurers;
13. The outcome and cost of defending current and future legal or regulatory litigation, proceedings or investigations;
14. Our ability to create and maintain an effective risk management framework and effectively manage risk, including, among other things, market, interest rate, credit and liquidity risk, including risks relating to the cyclicity and seasonality of our mortgage banking business, litigation and regulatory risk, operational risk, counterparty risk and reputational risk;
15. The control by, and influence of, our majority stockholder;
16. A failure of, interruption in or cybersecurity attack on our network or computer systems, which could impact our ability to properly collect, process and maintain personal data, ensure ongoing mortgage and banking operations, or maintain system integrity with respect to funds settlement; and
17. Our ability to meet our forecasted earnings such that we would need to establish a valuation allowance against our deferred tax asset.

Factors that may cause future results to differ materially from historical performance and from forward-looking statements, including but not limited to the factors listed above, may be difficult to predict, may contain uncertainties that materially affect actual results, and may be beyond our control. Also, new factors emerge from time to time, and it is not possible for our management to predict the occurrence of all such factors or to assess the effect of each such factor, or the combined effect of several of the factors at one time, on our business. Any forward-looking statement speaks only as of the date on which it is made. Except to fulfill our obligations under the U.S. securities laws, we undertake no obligation to update any such statement to reflect events or circumstances after the date on which it is made.

Investment proposition

Strong core franchise	<ul style="list-style-type: none">• Largest bank headquartered in Michigan, with \$11.6 billion in assets, \$7.5 billion of deposits and 100 branches• Mortgage origination (9th largest) and servicing (top 20) franchises have national scale
Increased profitability	<ul style="list-style-type: none">• Net income of \$31 million or \$0.43 per diluted share in 1Q15, up \$20 million or \$0.36 per diluted share• Positive operating leverage, led by 15% increase in revenue and 2% decline in expenses• Average interest earning assets increased 8%; warehouse lending increased 15%
Higher net gain on loan sales	<ul style="list-style-type: none">• Noninterest income increased \$20 million to \$118 million, up 20% from 4Q14<ul style="list-style-type: none">- Net gain on loan sales up 71%, led by 40 bps margin increase and 17% rise in fall-out adjusted lock volume- Partially offset by impact of faster prepayments on net return on the mortgage servicing asset and loan administration income
Expense discipline	<ul style="list-style-type: none">• Noninterest expense declined \$2 million to \$137 million, down 2% from 4Q14<ul style="list-style-type: none">- Asset resolution expense decreased \$6 million due to sustained de-risking efforts- Partially offset by approximately \$3 million of higher expense related to increased mortgage origination activity
Improved asset quality	<ul style="list-style-type: none">• Sold \$331 million of lower performing loans<ul style="list-style-type: none">- Adjusted charge-offs improved to 45 bps- Provision expense decreased \$8 million, reflecting the release of excess reserves associated with loan sales- Allowance to loans held for investment remained strong at 5.7%
Robust capital and liquidity	<ul style="list-style-type: none">• Tier 1 leverage remains solid at 12.0%; limited impact of Basel III phase-in• Increased on-balance sheet liquidity to 20.6% of total assets⁽¹⁾

1) Liquid assets include interest earning deposits and investment securities; a 5% haircut is applied to investment securities to estimate liquidation costs.

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Strong core franchise

Community bank

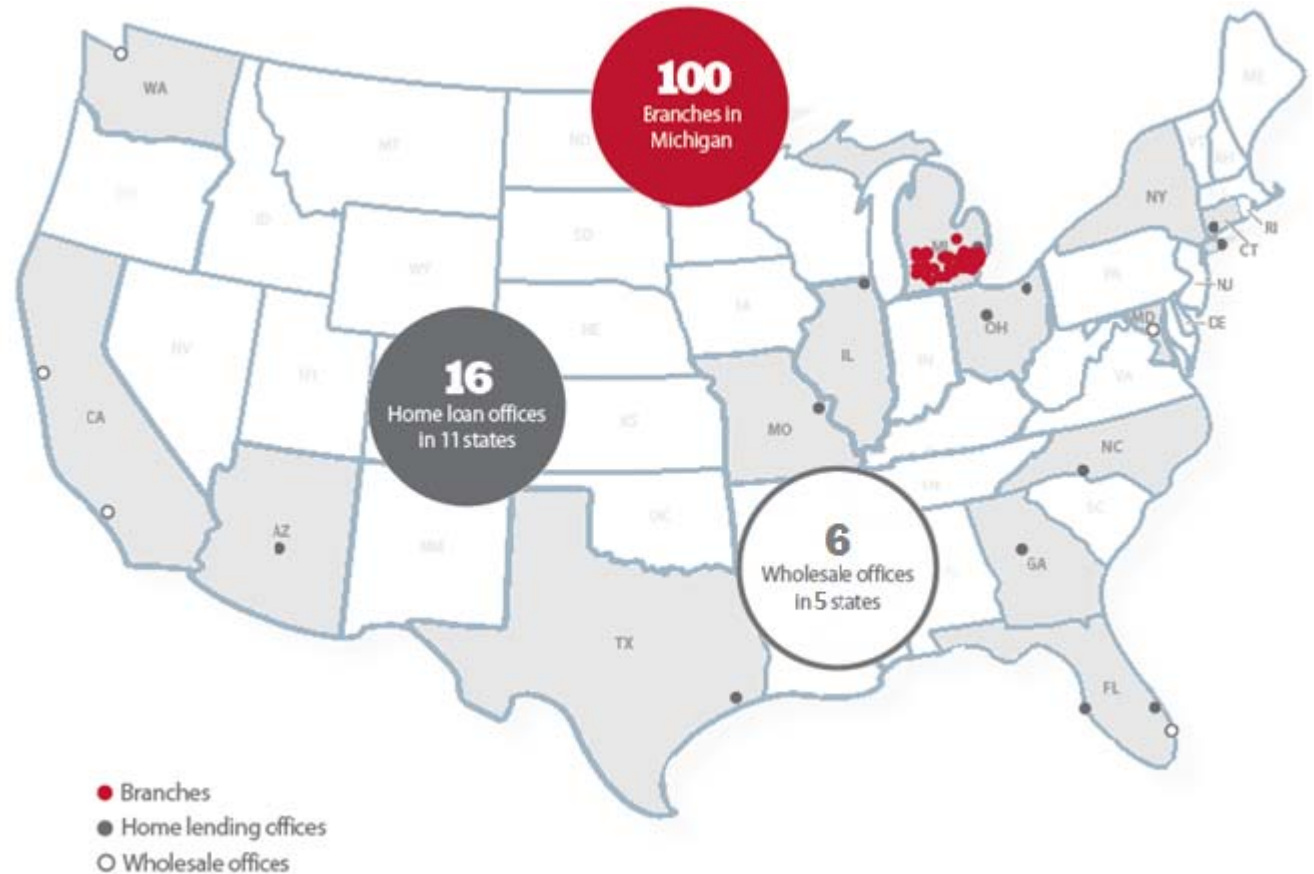
- Largest Michigan based bank
- #7 in deposit market share
- \$11.6bn of assets
- \$7.5bn of deposits
- 100 branches at June 2, 2015

Mortgage originator

- 9th largest originator nationally
- Originated more than \$25bn of residential mortgage loans during the last 12 months

Mortgage servicer

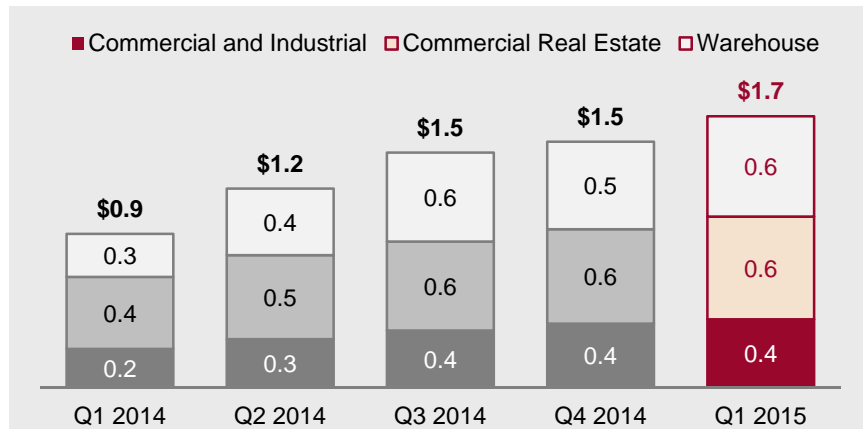
- 17th largest combined servicer of mortgage loans nationwide
- Currently servicing nearly 400k loans
- Scalable mortgage platform to service up to 1mm loans



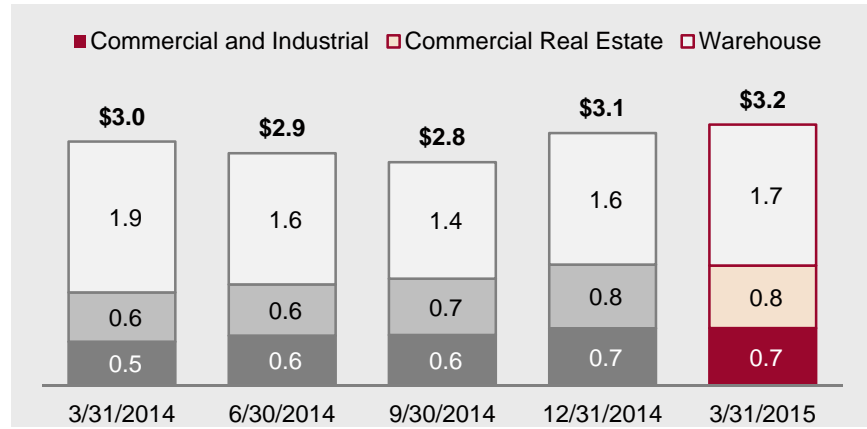
Community banking

- Flagstar is investing in its community banking franchise to diversify and grow its earnings stream

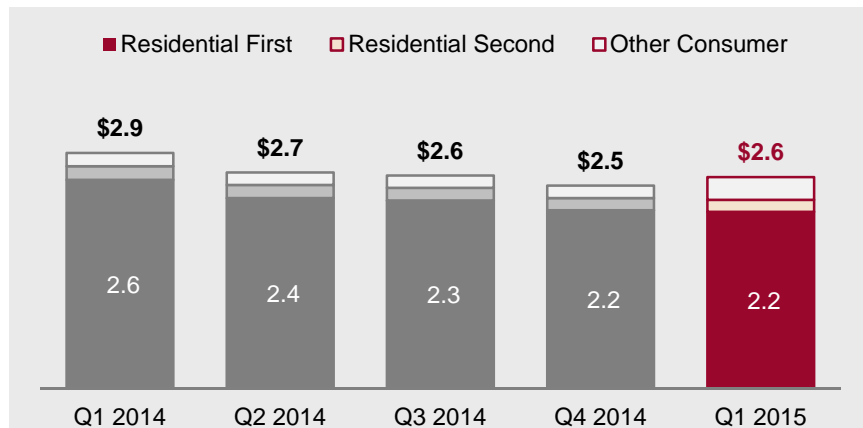
Average commercial loans (\$bn)



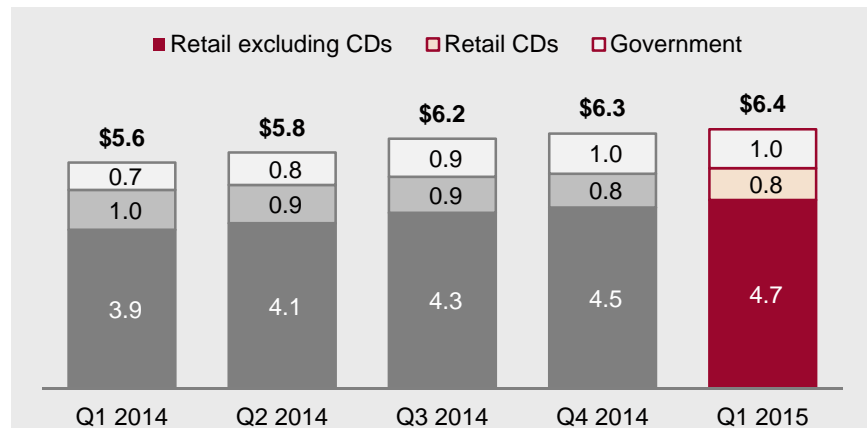
Commercial loan total commitments (\$bn)



Average consumer loans (\$bn)



Average deposits⁽¹⁾ (\$bn)

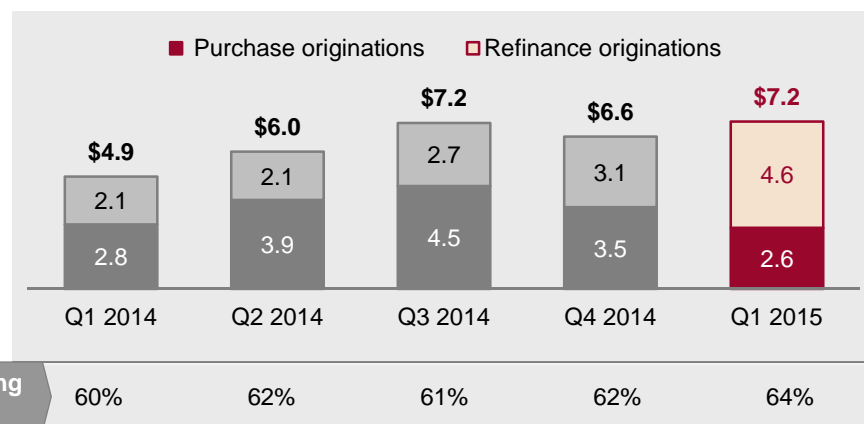


1) Excludes company controlled deposits which are not included as part of community banking.

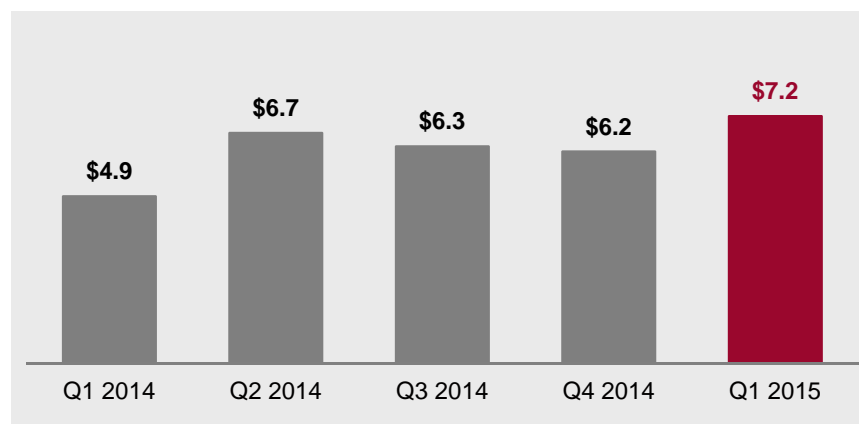
Mortgage originations

- Flagstar has enhanced its mortgage originations business to improve customer service and profitability

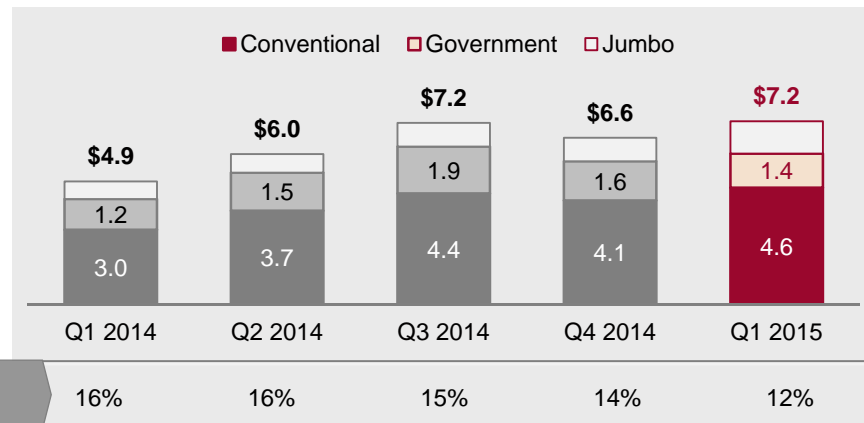
Closings by purpose⁽¹⁾ (\$bn)



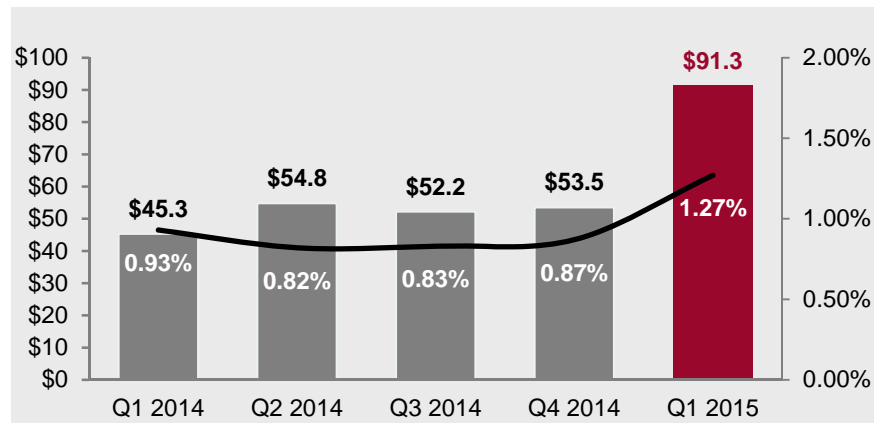
Fallout adjusted locks (\$bn)



Closings by mortgage type⁽¹⁾ (\$bn)



Gain on loan sale⁽¹⁾ – revenue and margin



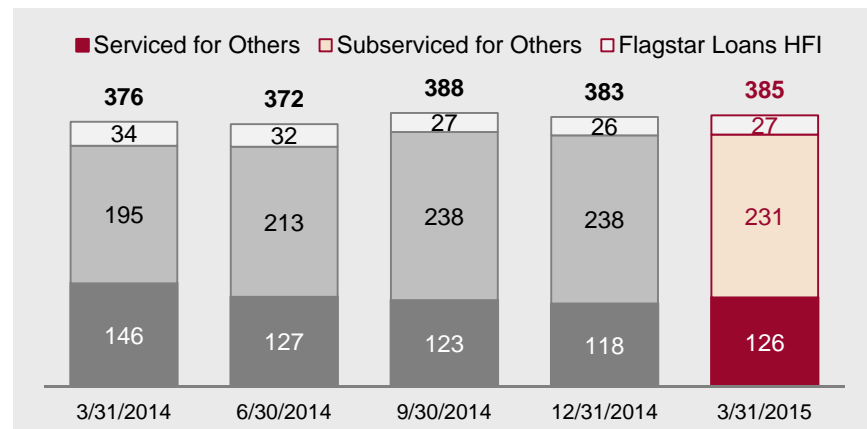
1) Closings refer to residential first mortgage loans originated during the quarter

1) Based on fallout adjusted locks.

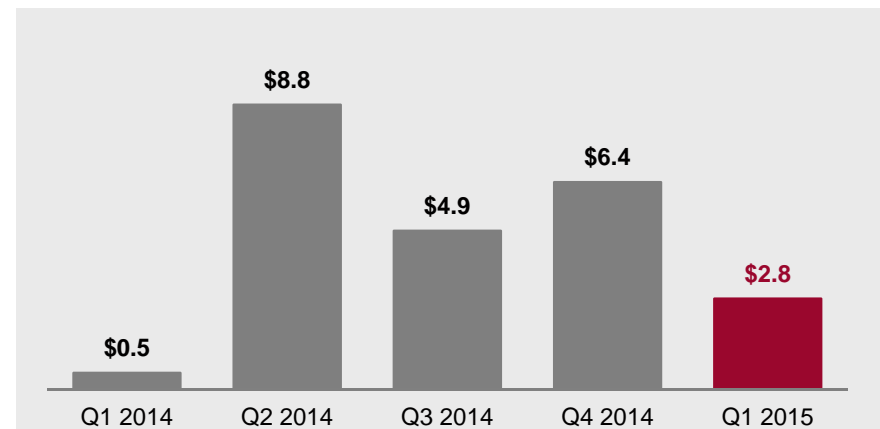
Mortgage servicing

- Flagstar continues to execute on its MSR sales strategy to manage concentration levels

Loans serviced ('000)

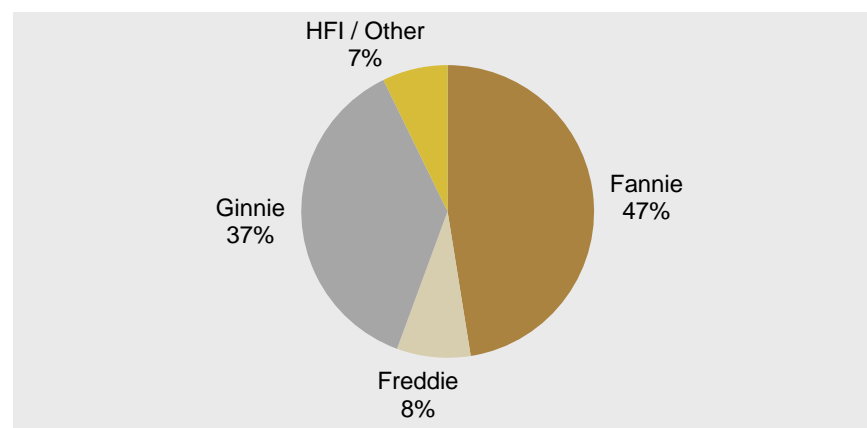


\$ UPB of MSRs sold⁽¹⁾ (\$bn)

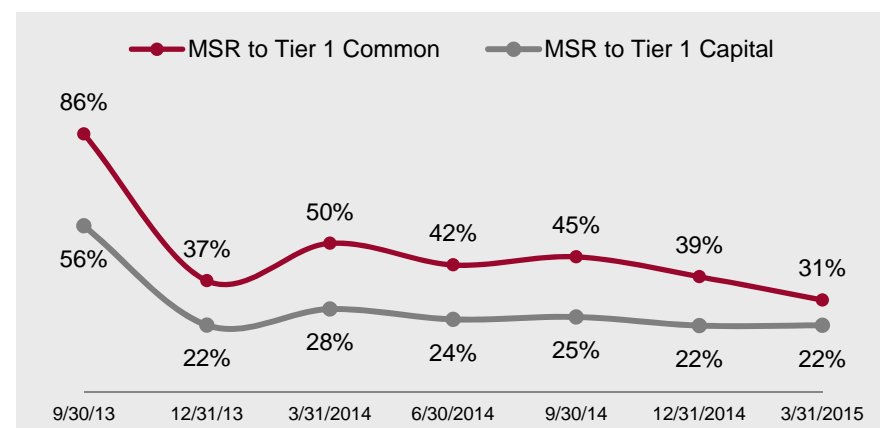


1) Includes bulk and flow sales.

Breakdown of loans serviced



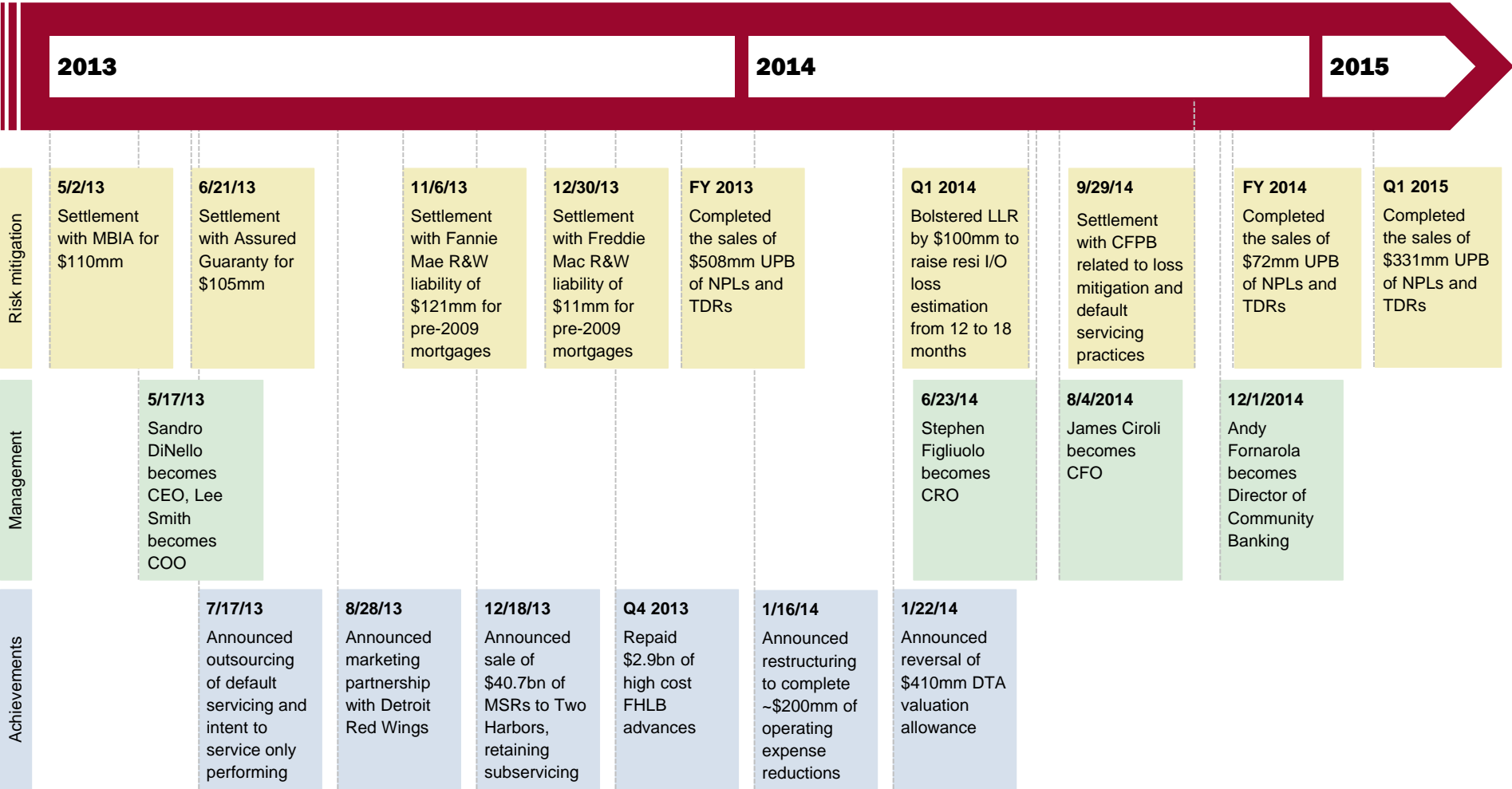
MSR / regulatory capital⁽¹⁾



1) Regulator ratios reported under Basel III as of 3/31/2015 and Basel 1 as of 12/31/2014. Please see appendix for non-GAAP calculations.



Substantial progress rebuilding Flagstar



Increased profitability

Income highlights

\$mm	Q1 2015	Q4 2014	Variance	Observations
Net interest income	\$64.9	\$61.3	\$3.6	A Provision for loan losses <ul style="list-style-type: none"> 1st quarter provision for loan losses benefited from: <ul style="list-style-type: none"> the sale of troubled debt restructuring loans that released excess reserves improved asset quality & delinquencies NIM decline primarily due to increased FHLB advances offset by increased interest income
Provision for loan losses	(3.5)	5.0	8.4	
Net interest income after provision for loan losses	A 68.4	56.3	12.1	
Net gain on loan sales	B1 91.3	53.5	37.8	B Net gain on loan sales / net return on MSR <ul style="list-style-type: none"> Substantial increase in net gain on loan sales resulted from: <ul style="list-style-type: none"> 40 bps margin increase driven by economic factors and customer service enhancements 17% increase in fall-out adjusted locks Net return on MSR decreased due to first quarter CPR of ~22%
Loan fees and charges	17.0	16.8	0.2	
Loan administration income	4.3	5.5	(1.1)	C Other noninterest income <ul style="list-style-type: none"> Reduction in the fair value of HELOCs
Net return on the mortgage servicing asset	B2 (2.4)	1.6	(4.0)	
Representation and warranty provision	1.5	6.1	(4.6)	
Other noninterest income	C 6.6	14.9	(8.4)	D Noninterest expense <ul style="list-style-type: none"> Noninterest expense declined 2% <ul style="list-style-type: none"> \$6 million lower asset resolution expense due to sustained de-risking efforts Approximately \$3 million higher expense related to increased mortgage originations
Total noninterest income	118.3	98.4	19.9	
Gain sale / total revenue	49%	35%	14%	E Provision for income taxes <ul style="list-style-type: none"> The effective tax rate for the first quarter increased to 36.6%, resulting from year end state tax true-ups and a lower level of pre-tax income
Compensation and benefits	60.8	59.0	(1.8)	
Commissions	10.4	9.3	(1.1)	
Other noninterest expenses	65.8	70.9	5.1	
Total noninterest expense	D 137.0	139.2	2.2	
Efficiency ratio	75%	87%	12%	
Income before income taxes	49.7	15.5	34.2	
Provision for income taxes	E 18.2	4.4	(13.8)	
Net income	\$31.5	\$11.1	\$20.4	
Diluted earnings per share	\$0.43	\$0.07	\$0.36	
Profitability				
Net interest margin	2.75%	2.80%	-5 bps	
Mortgage rate lock commitments, fallout adjusted	\$7,185	\$6,156	\$1,029	
Gain on loan sale margin ⁽¹⁾	1.27%	0.87%	40 bps	

1) Expressed as a percent of fallout adjusted locks.

Increased profitability

Balance sheet highlights

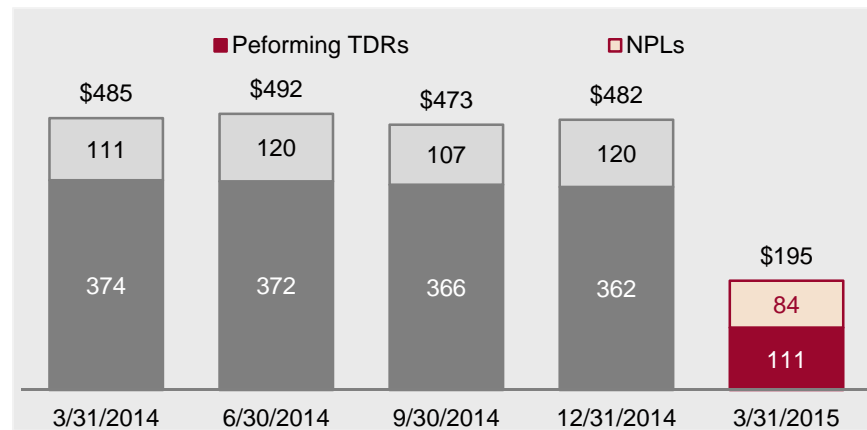
	\$mm			
	3/31/2015	12/31/2014	Variance	
Total Assets	\$11,571	\$9,840	\$1,731	Observations Balance sheet growth <ul style="list-style-type: none"> Total assets up 18% to \$11.6B Asset growth led by loans HFS, investment portfolio and warehouse lending Strong balance sheet <ul style="list-style-type: none"> Deposits are a significant portion of our funding <ul style="list-style-type: none"> - Total deposits comprise 74% of liabilities - Core deposits comprise 45% of liabilities Common equity / assets of 10% Book value per share <ul style="list-style-type: none"> Price to book of 92% based on closing price as of May 27, 2015
Cash and cash equivalents	\$241	\$136	\$105	
Investment securities	2,295	1,672	623	
Liquid assets	\$2,536	\$1,808	\$728	
Residential first mortgages	\$2,013	\$2,194	(\$181)	
Consumer loans ⁽¹⁾	492	436	56	
Commercial loans ⁽¹⁾	1,043	1,049	(6)	
Warehouse loans	1,083	769	315	
Loans, held for investment	\$4,631	\$4,448	\$183	
Loans held for sale	2,097	1,244	853	
Loans with government guarantees	704	1,128	(424)	
Total loans	\$7,432	\$6,820	\$612	
Mortgage servicing rights	\$279	\$258	\$21	
Book value per common share	\$20.43	\$19.64	\$0.79	

1) Consumer loans include second mortgage, HELOC and other consumer loans; commercial loans include commercial real estate and commercial & industrial loans.

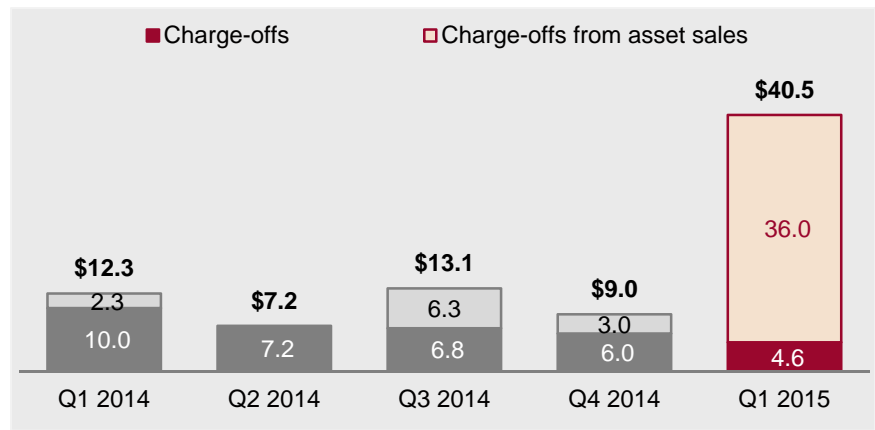
Improved asset quality

- Sale of performing TDRs significantly enhanced asset quality

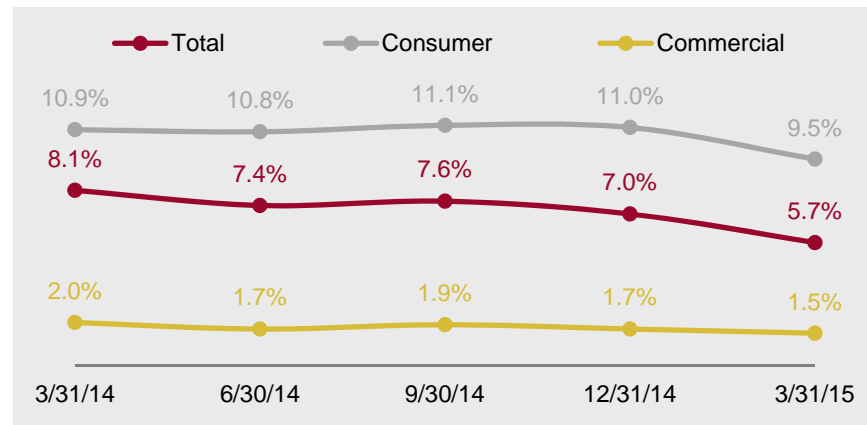
Performing TDRs and NPLs (\$mm)



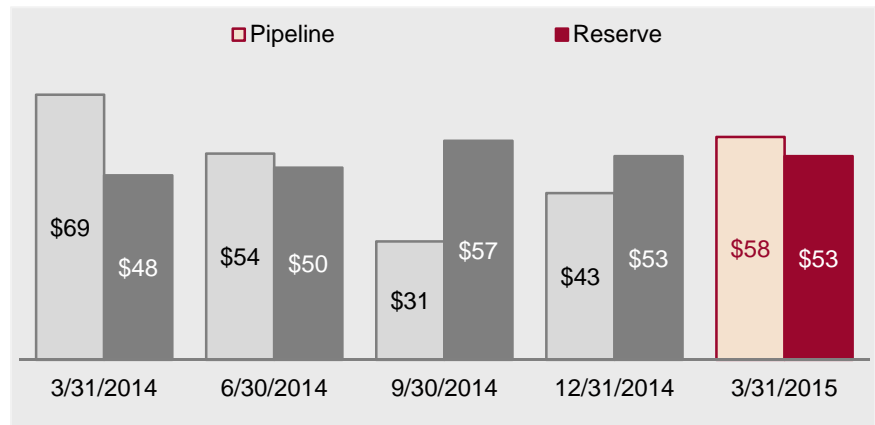
Net charge-offs (\$mm)



Allowance coverage¹ (% of loans HFI)



Representation & warranty (\$mm)



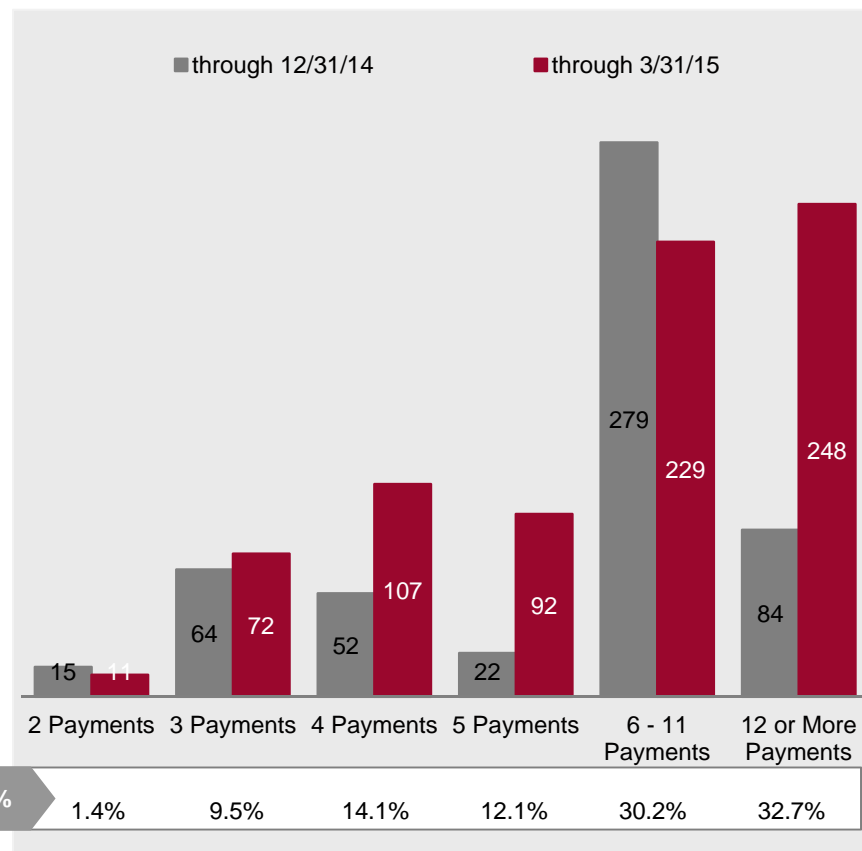
1) Excludes loans carried under the fair value option.

Improved asset quality

Interest only portfolio – historic resets

- Flagstar continues to see strong performance on reset I/O loans with 63% having made 6 or more payments
- Less than 10% of charged-off loans defaulted after reset date

Cash flow resets by payments made after reset



Note: January 1, 2013 through March 31, 2015

Resets through March 31, 2015

	Quantity	UPB (\$mm)	UPB %
Paid in full	367	\$129	24.9%
Cash flow resets	759	212	40.9%
Loan Sales	292	102	19.7%
Modifications	36	11	2.1%
Charge-off / foreclosure	141	37	7.1%
Default servicing	38	11	2.1%
Total resolutions	1,633	\$501	96.8%
In-process	63	16	3.2%
Total resets	1,696	\$518	100.0%

Improved asset quality

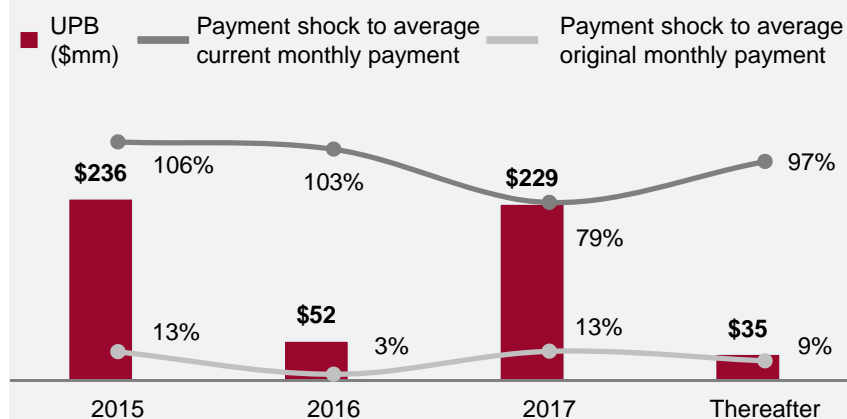
Interest only portfolio – upcoming resets

- Flagstar's continues to effectively manage the reset risk of its I/O portfolio on a pro-active basis

Key highlights

- Flagstar retains a \$552mm IO portfolio that will reset from 2015-17
- The portfolio is well seasoned and naturally running off, with 69% <90% LTV
- I/O reserve was \$88mm at the end of Q1 2015
- Flagstar is aggressively managing this portfolio with proactive calling campaigns and refinancing/modification opportunities
 - 100% right party contact for resets that occurred during Q1 2015
 - 97.5% right party contact for resets that will occur during Q2 2015
- 47% of portfolio is in CA/FL where it benefits from significant house price appreciation

I/O reset by year

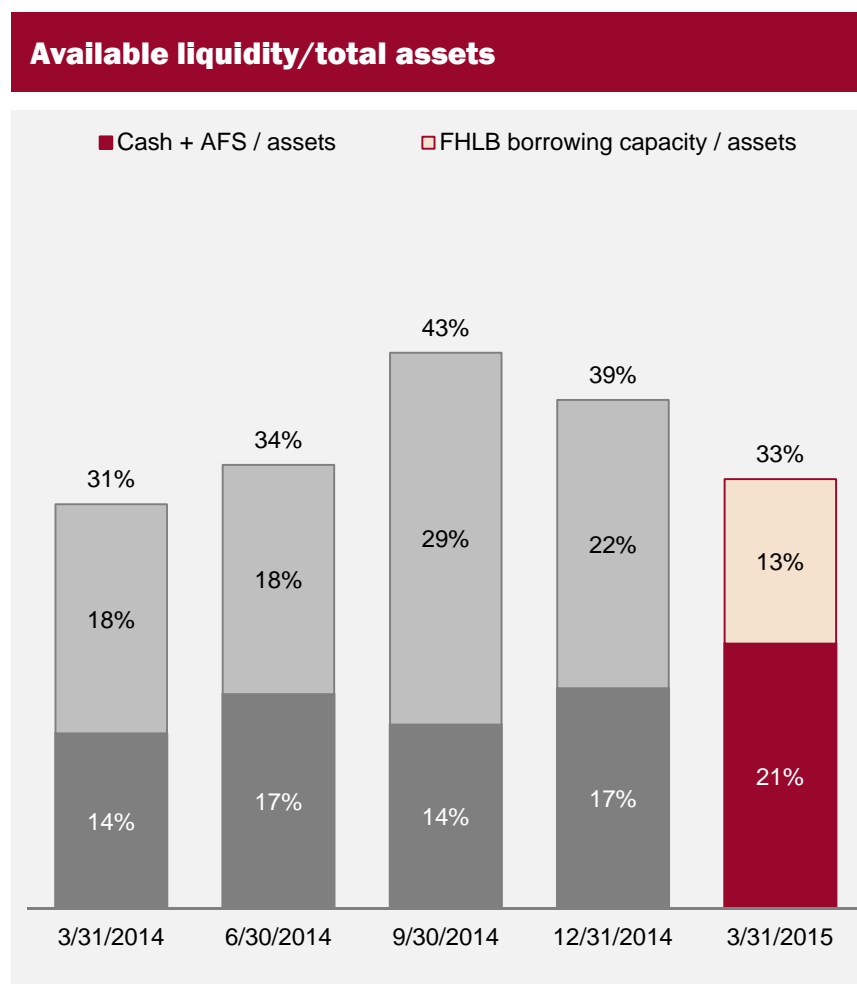
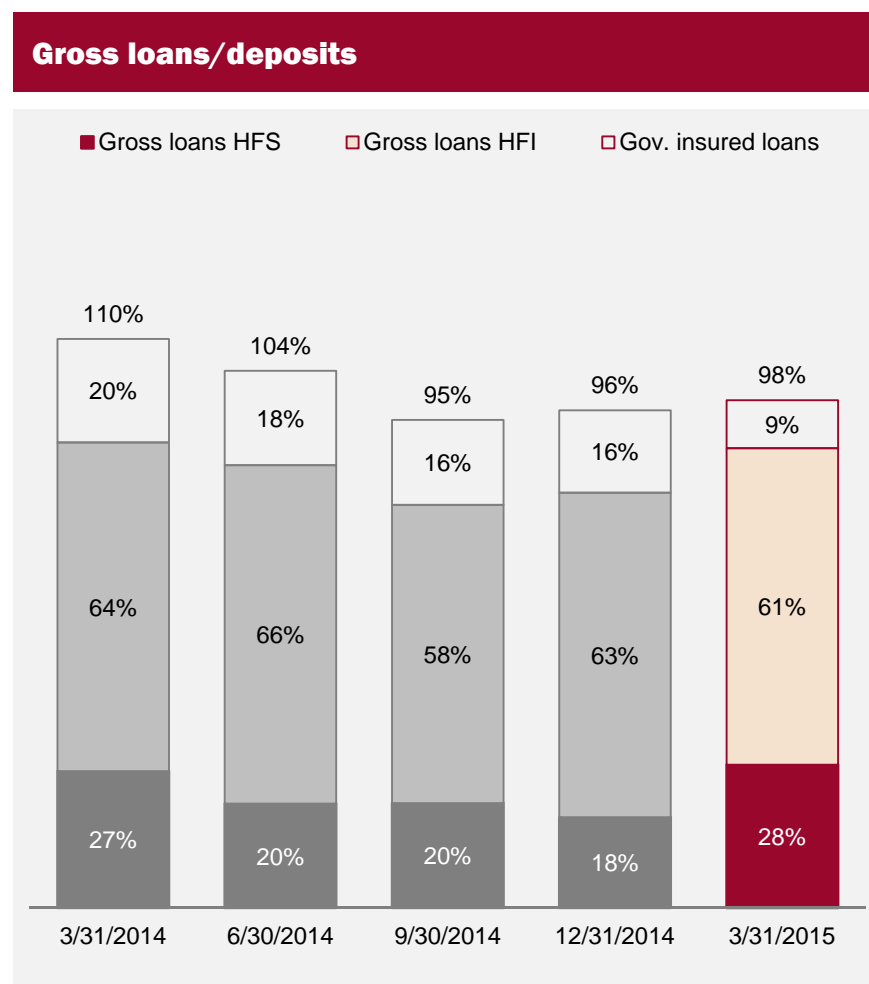


FICO & LTV (as of March 31, 2015)

		Current LTVs											
		\$						%					
		<70	70-79	80-89	90-99	100+	Total	<70	70-79	80-89	90-99	100+	Total
Current FICOs	740+	\$85	\$60	\$57	\$55	\$32	\$288	15%	11%	10%	10%	6%	52%
	700-739	\$27	\$15	\$30	\$21	\$13	\$107	5%	3%	6%	4%	2%	19%
	660-699	\$17	\$11	\$16	\$20	\$9	\$72	3%	2%	3%	4%	2%	13%
	620-659	\$8	\$9	\$13	\$7	\$5	\$42	1%	2%	2%	1%	1%	8%
	<620	\$13	\$9	\$9	\$7	\$5	\$43	2%	2%	2%	1%	1%	8%
Total		\$150	\$104	\$126	\$110	\$63	\$552	27%	19%	23%	20%	11%	100%

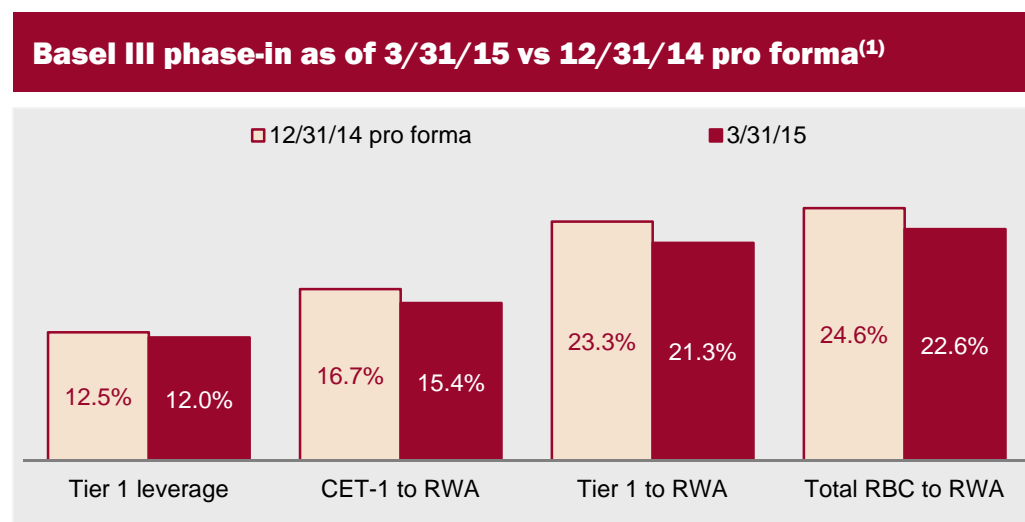
Robust capital and liquidity

- Balance sheet expansion funded with core deposit growth

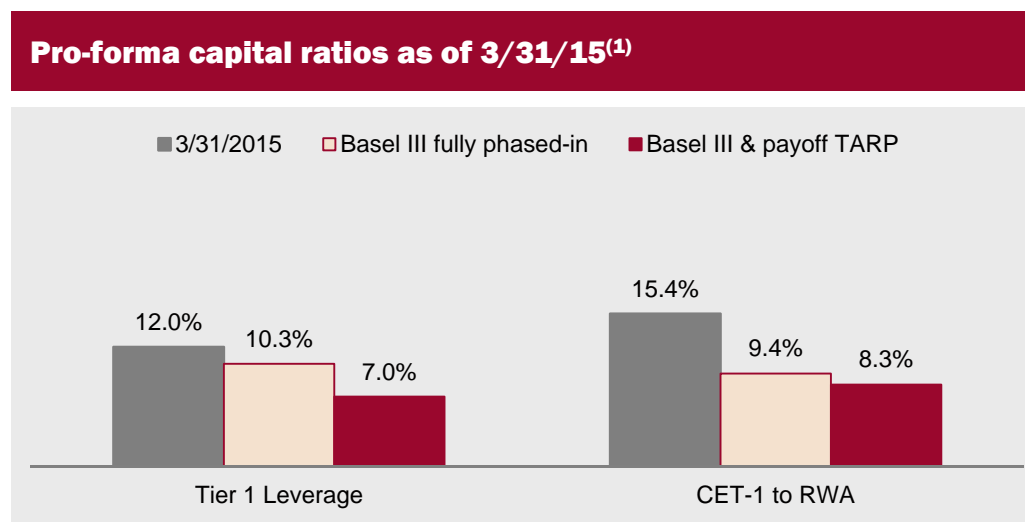


Robust capital and liquidity (cont.)

- Flagstar continues to maintain strong capital ratios with the partial phase-in of Basel III regulations



1) Please see non-GAAP tables in the appendix.



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Impact of asset growth

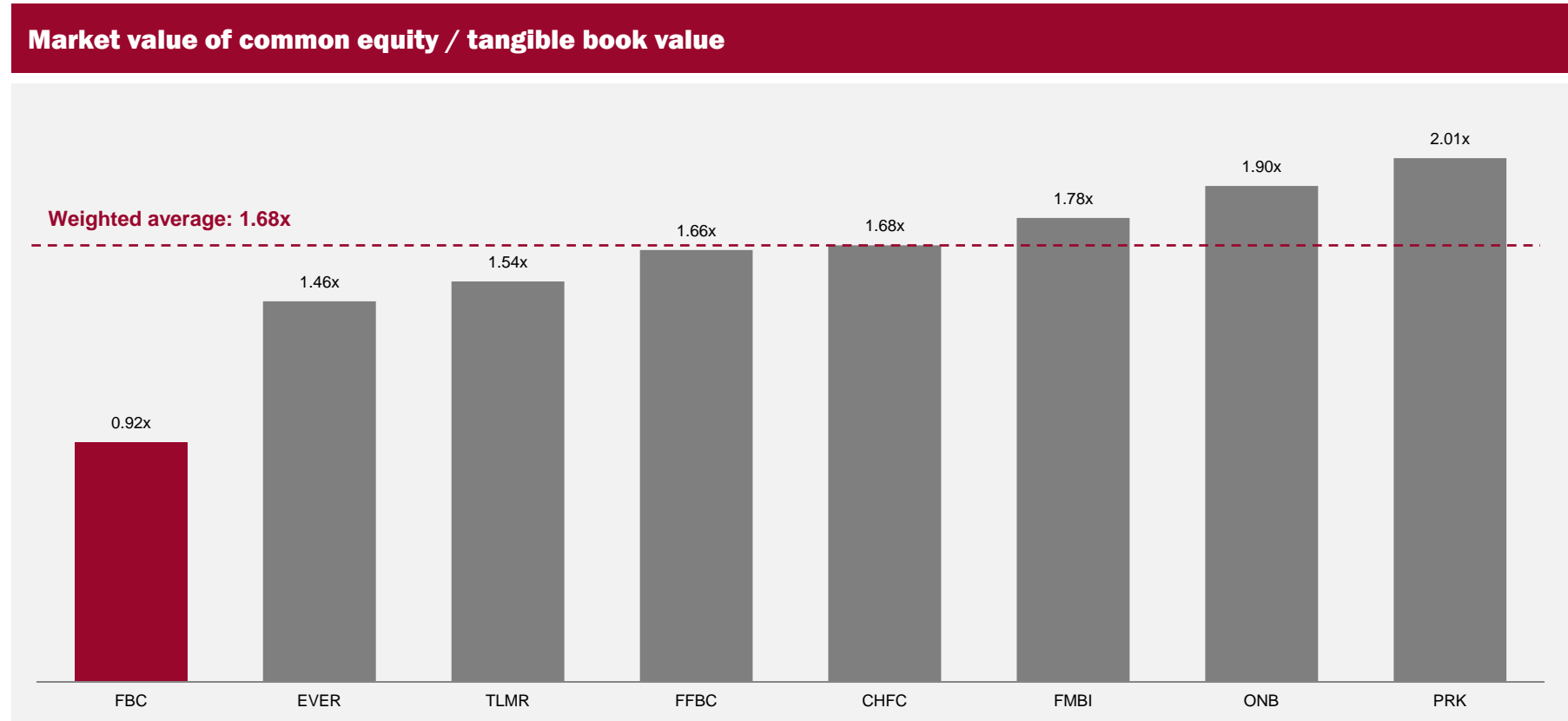
- Planned loan growth and higher levels of loans held for sale reduced capital ratios

Basel III implementation overview

- 3 year phase-in period, starting January 1, 2015 – January 1, 2018
- DTA and MSR assets are limited to 10% individually and 15% on a combined basis of common equity Tier 1 capital (CET-1)
- DTA and MSR assets are weighted at 250% of the amount included in risk weighted assets (RWA)
- Average quarterly assets, rather than end of period assets, are measured for the Tier 1 leverage ratio

Relative valuation vs. bank peers

- Flagstar's ratio of tangible book value to market value of common equity is ~55% of bank peers



Source: SNL Financial; tangible book value of common equity as of March 31, 2015 and market value of common equity as of May 27, 2015.

Conclusion

- Strong core franchise**
- Increased profitability**
- Improved asset quality**
- Robust capital and liquidity**
- Relative valuation**

Appendix

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Consolidated financial highlights

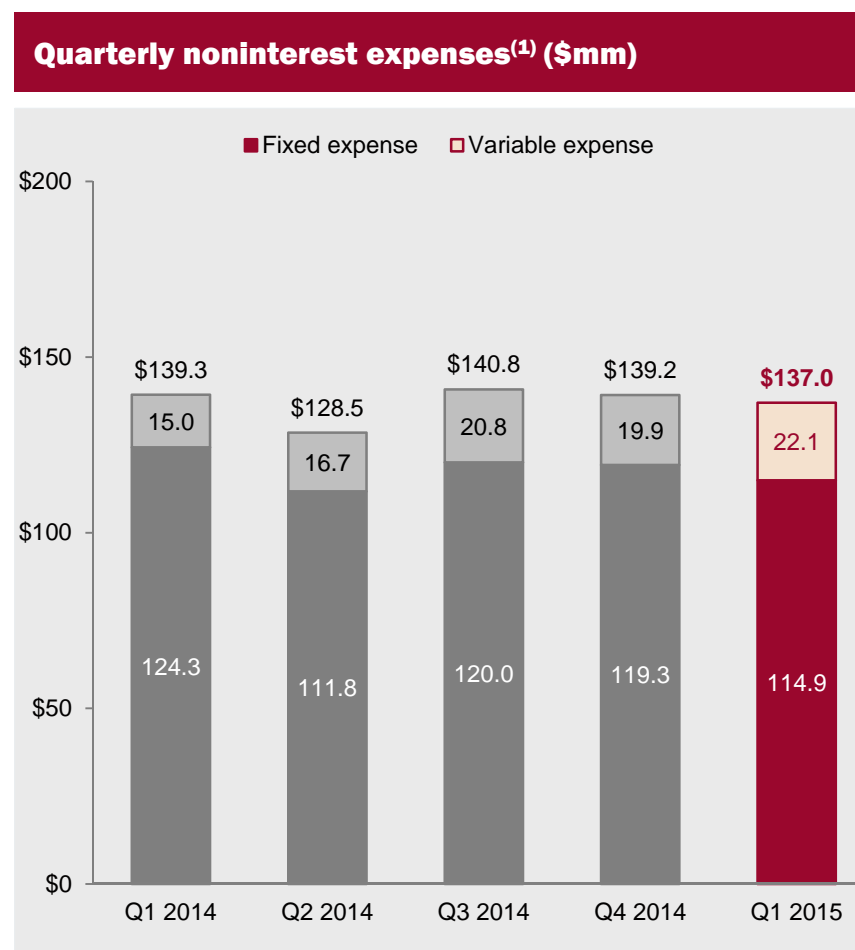
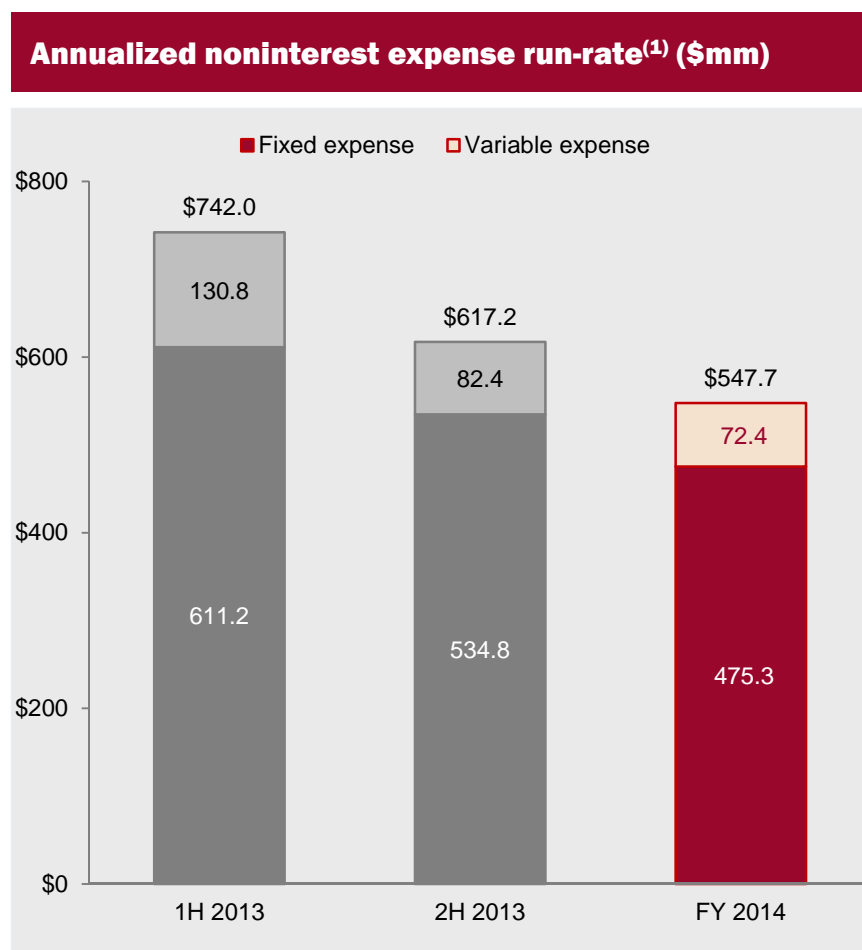
\$mm						
	2009	2010	2011	2012	2013	2014
Balance Sheet						
Gross loans HFS	\$1,970	\$2,585	\$1,801	\$3,940	\$1,480	\$1,244
Gross loans HFI	\$7,714	\$6,305	\$7,039	\$5,438	\$4,056	\$4,448
Government guaranteed loans	\$826	\$1,675	\$1,899	\$1,841	\$1,274	\$1,128
MSR	\$649	\$580	\$510	\$711	\$285	\$258
Total assets	\$14,013	\$13,644	\$13,637	\$14,082	\$9,407	\$9,840
Deposits	\$8,778	\$7,998	\$7,690	\$8,294	\$6,140	\$7,069
FHLB borrowings	\$3,900	\$3,725	\$3,953	\$3,180	\$988	\$514
Trust preferred	\$299	\$247	\$247	\$247	\$247	\$247
Preferred equity	\$244	\$249	\$255	\$260	\$266	\$267
Common equity	\$353	\$1,010	\$825	\$899	\$1,160	\$1,106
% common equity of total assets	2.5%	7.4%	6.0%	6.4%	12.3%	11.2%
Income Statement						
Net interest income	\$219	\$211	\$245	\$297	\$187	\$246
Gain on loan sales	\$501	\$297	\$301	\$991	\$402	\$206
Other noninterest income	\$22	\$157	\$85	\$30	\$250	\$155
Noninterest expense	(\$680)	(\$611)	(\$635)	(\$990)	(\$918)	(\$579)
Pre-provision net revenue (expense)	\$63	\$54	(\$4)	\$329	(\$79)	\$28
Provision for loan losses	(\$504)	(\$426)	(\$177)	(\$276)	(\$70)	(\$132)
Income (loss) before taxes	(\$442)	(\$373)	(\$181)	\$53	(\$149)	(\$103)
PPNR / average assets	0.4%	0.4%	-0.0%	2.4%	-0.7%	0.3%
Credit						
ALLL	\$524	\$274	\$318	\$305	\$207	\$297
ALLL as a % of loans HFI (excl FV)	6.8%	4.4%	4.5%	5.6%	5.4%	7.0%
NPAs to total assets	9.2%	4.4%	4.4%	3.7%	2.0%	1.4%
Operations						
Number of banking centers	165	162	113	111	111	107
Number of loan origination centers	32	27	27	31	39	16
# of employees	3,411	3,279	3,136	3,662	3,253	2,739

Consolidated financial highlights

\$mm					
	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
Balance Sheet					
Gross loans HFS	\$1,674	\$1,343	\$1,469	\$1,244	\$2,097
Gross loans HFI	\$4,020	\$4,359	\$4,185	\$4,448	\$4,631
Government guaranteed loans	\$1,267	\$1,218	\$1,192	\$1,128	\$704
MSR	\$320	\$289	\$285	\$258	\$279
Total assets	\$9,611	\$9,933	\$9,625	\$9,840	\$11,571
Deposits	\$6,310	\$6,644	\$7,234	\$7,069	\$7,549
FHLB borrowings	\$1,125	\$1,032	\$150	\$514	\$1,625
Trust preferred	\$247	\$247	\$247	\$247	\$247
Preferred equity	\$267	\$267	\$267	\$267	\$267
Common equity	\$1,085	\$1,119	\$1,085	\$1,106	\$1,153
% common equity of total assets	11.3%	11.3%	11.3%	11.2%	10.0%
Income Statement					
Net interest income	\$58	\$62	\$64	\$61	\$65
Gain on loan sales	\$45	\$55	\$52	\$54	\$91
Other noninterest income	\$30	\$48	\$33	\$45	\$27
Noninterest expense	(\$139)	(\$121)	(\$179)	(\$139)	(\$137)
Pre-provision net revenue (expense)	(\$6)	\$44	(\$30)	\$20	\$46
Provision for loan losses	(\$112)	(\$6)	(\$8)	(\$5)	\$4
Income (loss) before taxes	(\$118)	\$37	(\$38)	\$16	\$50
PPNR / average assets	-0.3%	1.8%	-1.2%	0.8%	1.7%
Credit					
ALLL	\$307	\$306	\$301	\$297	\$253
ALLL as a % of loans HFI (excl FV)	8.1%	7.4%	7.6%	7.0%	5.7%
NPAs to total assets	1.48%	1.54%	1.40%	1.42%	0.87%
Operations					
Number of banking centers	106	106	106	107	107
Number of loan origination centers	33	32	32	16	16
# of employees	2,798	2,741	2,725	2,739	2,680

Active expense management

- Flagstar expense discipline is substantially contributing to positive operating leverage



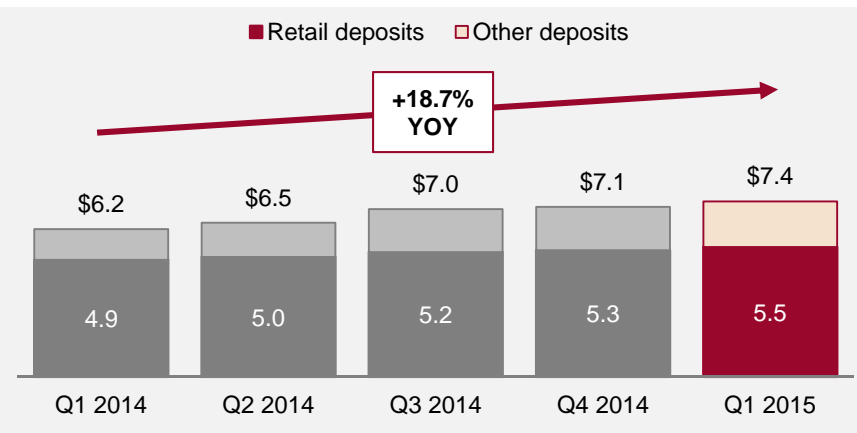
Note: Fixed expenses include compensation and benefits, occupancy and equipment, FDIC premiums, asset resolution, legal and professional expense, and other noninterest expense; Variable expenses include commissions and loan processing expense

1) See non-GAAP reconciliations in the appendix for excluded items. Quarters with adjusted totals include Q2 2014 and Q3 2014.

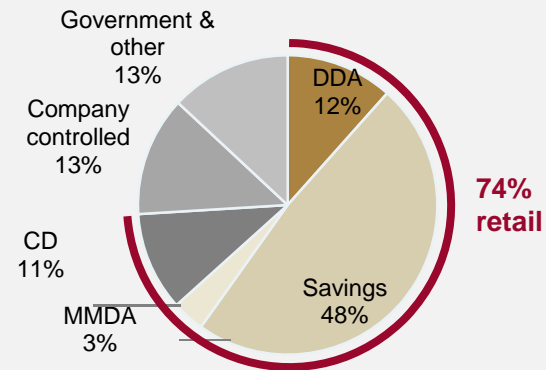
Portfolio and strategy overview

- **Flagstar gathers deposits from consumers, small businesses and select governmental entities**
 - Traditionally, CDs and savings accounts represented the bulk of our branch-based retail depository relationships
 - Today, we are focused on gathering core DDA deposits from small business and consumers and represents \$0.5bn of the overall deposit growth
 - We additionally maintain depository relationships in connection with our mortgage origination and servicing businesses, and with predominately MI governmental entities
 - Cost of total deposits equal to 0.51%

Total average deposits (\$bn)



Q1 2015 total average deposits

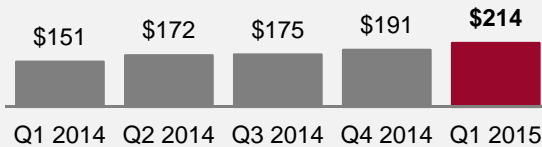


Total : \$7.4n
0.51% cost of total deposits

Deposit channel overviews:

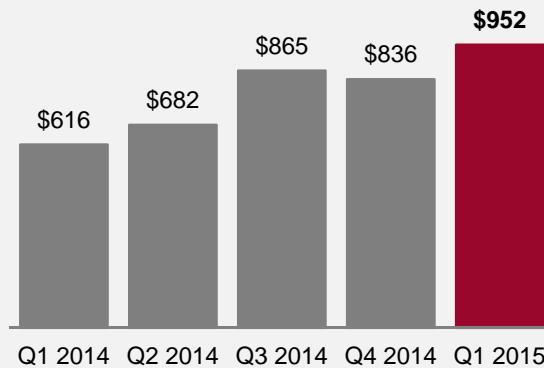
Commercial, Company Controlled, Government

Average commercial (\$mm)



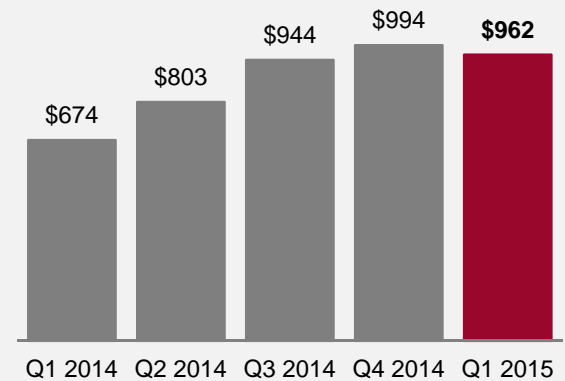
- Over the past year, treasury management services has driven:
 - 32% growth in commercial deposits
 - 102% growth in fee income
- Cost of deposit: 0.24%

Average company controlled (\$mm)



- Arise due to servicing of loans for others and represent the portion of the investor custodial accounts on deposit with the Bank
- Approximately \$660mm of additional deposits are available at 3/31/2015 to return to our balance sheet once certain conditions are met
- Cost of deposit: 0.00% (highly efficient funding)

Average government (\$mm)

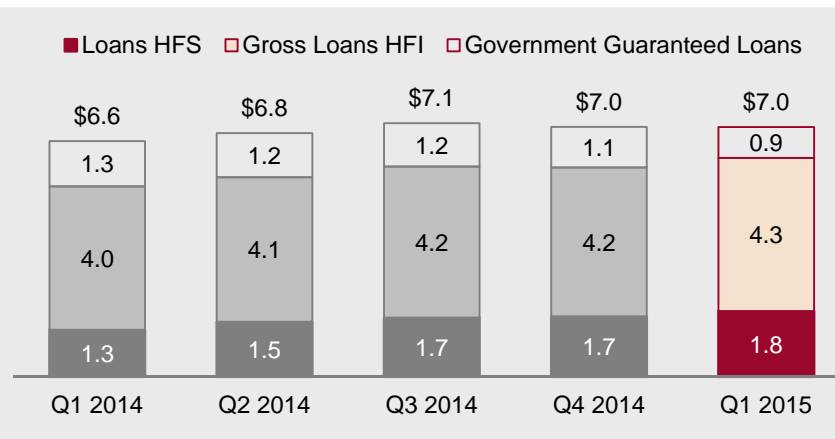


- We call on local governmental agencies, and other public units, as an additional source for deposit funding
- Cost of deposit: 0.43%

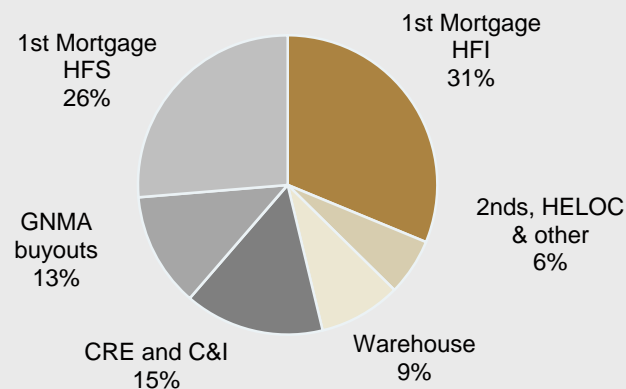
Portfolio and strategy overview

- Flagstar's largest category of earning assets consists of loans held-for-investment, currently \$4.6bn, gross**
 - Loans to consumers consist of residential first mortgage loans, HELOC and other
 - C&I / CRE lending is an important growth strategy, offering risk diversification and asset sensitivity
 - Warehouse loans are extended to other mortgage lenders, offering attractive risk-adjusted returns
- Flagstar maintains a balance of mortgage loans held for sale, currently \$2.1bn**
 - Essentially all of our mortgage loans produced are sold into the secondary market on a whole loan basis or by securitizing the loans into MBS
 - Flagstar has the option to direct a portion of the mortgage loans it originates to its own balance sheet
- Flagstar also has a portfolio of FHA-insured or guaranteed delinquent loans securitized in Ginnie Mae pools, which it repurchases from time to time**

Total average loans (\$bn)



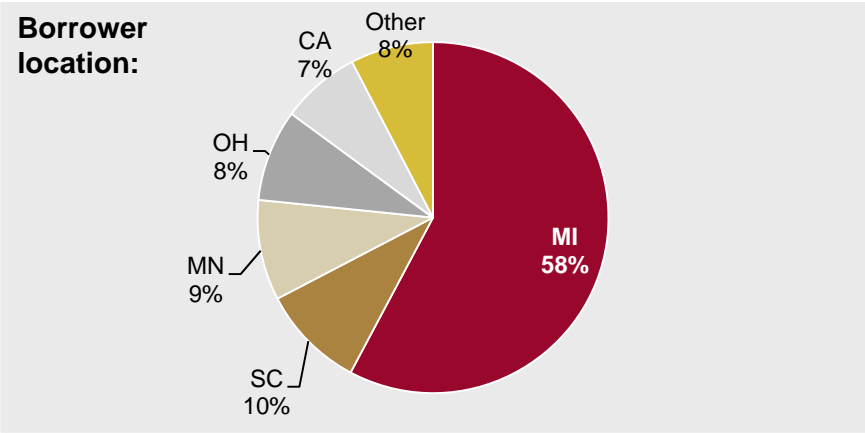
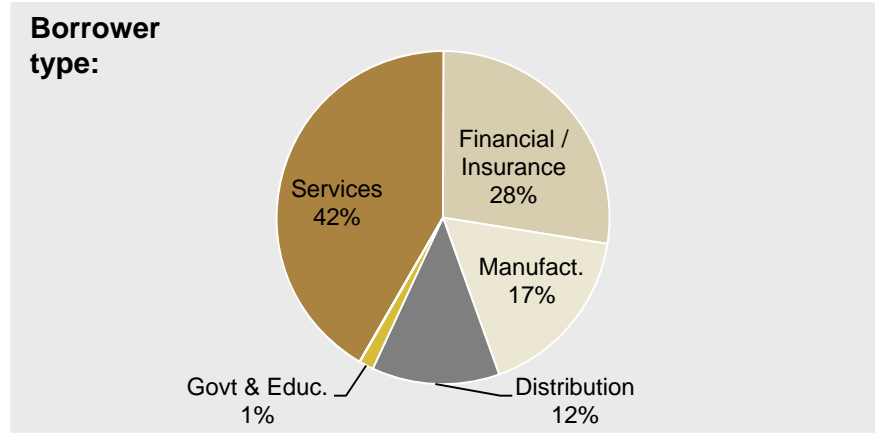
Q1 2015 average gross loans



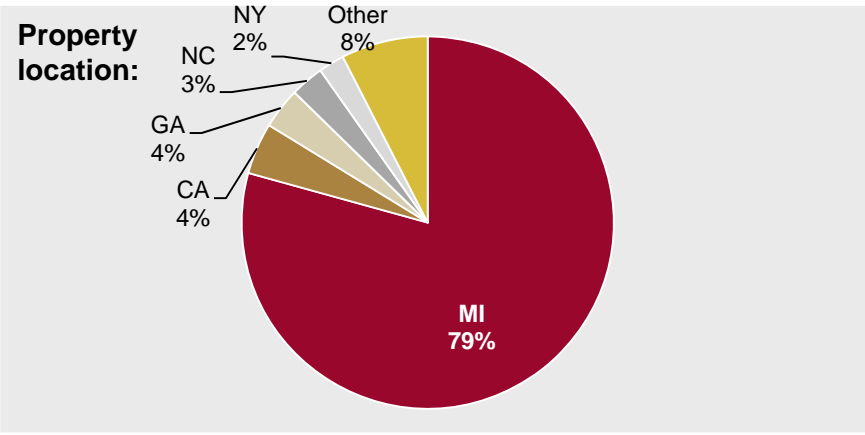
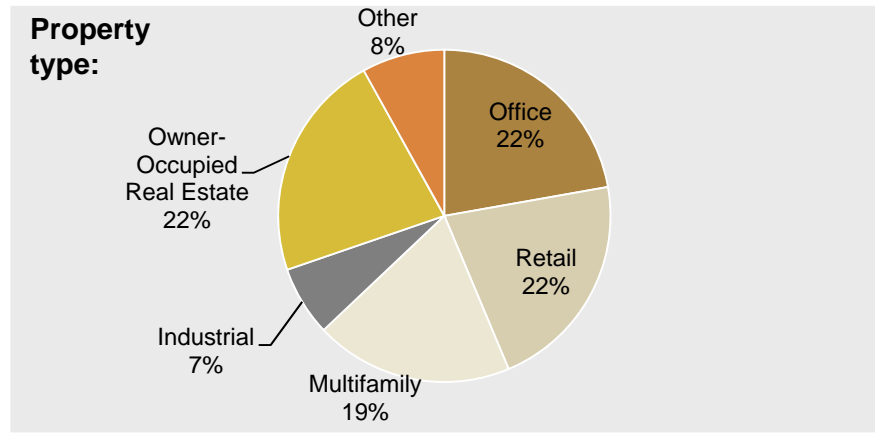
Lending: Commercial

Predominately in-footprint and well diversified

C&I as of 3/31/15 - \$408 MM (19% of total commercial loans)



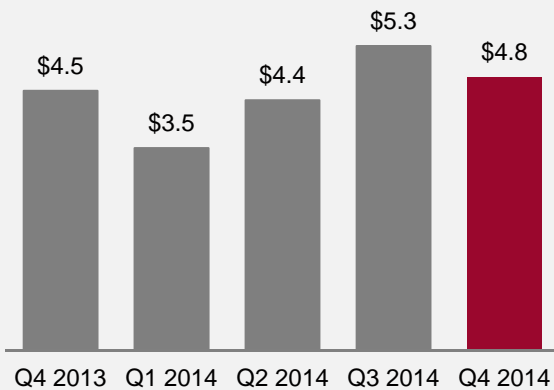
CRE as of 3/31/15 - \$635 MM (30% of total commercial loans)



Mortgages are originated primarily through the correspondent channel

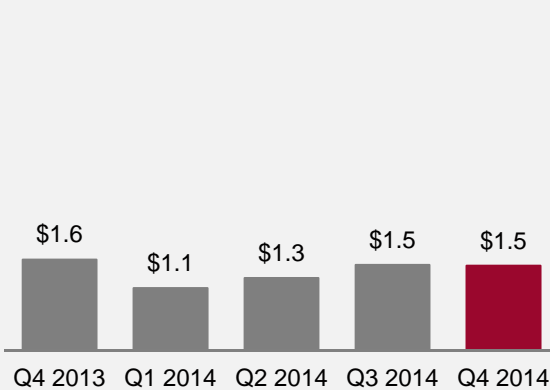
Residential mortgage originations by channel (\$bn)

Correspondent



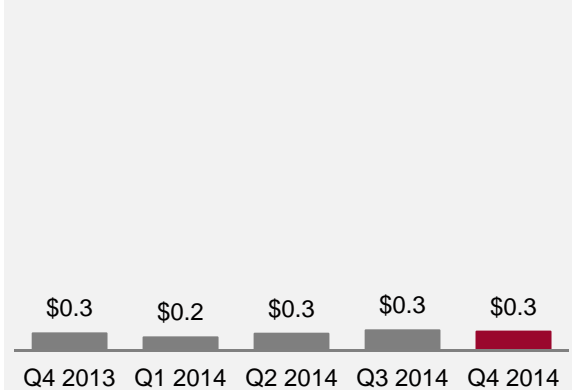
- ~800 correspondent partners in 50 states in Q4 2014
- Top 10 relationships account for 18% of overall correspondent volume
- Warehouse lines to over 250 correspondent relationships

Broker



- ~600 brokerage relationships in 50 states in Q4 2014
- Top 10 relationships account for 20% of overall brokerage volume

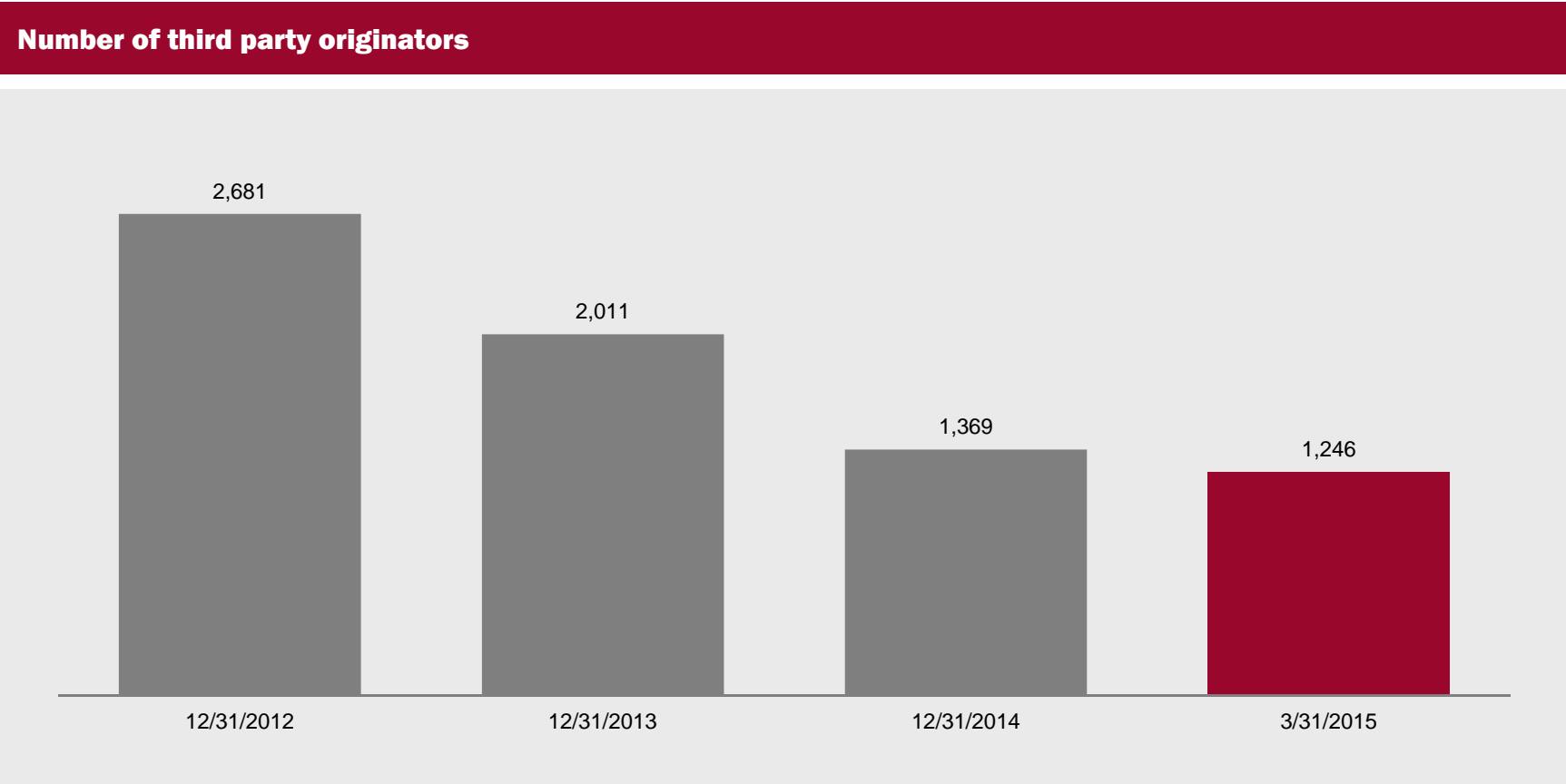
Retail



- 26 standalone home centers in 15 states account for 64% of overall retail volume
- Consumer direct is 36% of retail volume

Third-party originator oversight

- Flagstar has been actively managing its Third-party Originator (“TPO”) relationships to optimize risk and profitability
 - Has maintained consistent market share while halving TPO relationships



Net return on mortgage servicing asset

% return – MSR asset

% Return	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
Net hedged profit (loss)	0.0%	0.8%	-0.7%	0.6%	-6.1%
Carry on asset	22.6%	22.1%	21.9%	21.5%	27.2%
Run-off	-6.6%	-9.5%	-11.8%	-14.7%	-22.3%
Gross MSR yield	16.0%	13.4%	9.3%	7.4%	-1.3%
Sale transaction & P/L	5.9%	-6.5%	-3.1%	-5.1%	-2.4%
Model Changes	0.0%	0.0%	-4.5%	0.0%	0.0%
Net MSR yield	21.8%	6.9%	1.8%	2.3%	-3.7%

\$ return – MSR asset

\$ Return	Q1 2014	Q2 2014	Q3 2014	Q4 2014	Q1 2015
Net hedged profit (loss)	(\$0.0)	\$0.6	(\$0.5)	\$0.4	(\$4.0)
Carry on asset	16.7	16.1	16.3	15.2	17.8
Run-off	(4.9)	(6.9)	(8.8)	(10.4)	(14.6)
Recurring MSR yield	\$11.8	\$9.7	\$6.9	\$5.2	(\$0.8)
Sale transaction & P/L	4.3	(4.7)	(2.3)	(3.6)	(1.6)
Model Changes	-	-	(3.3)	-	-
Total MSR yield	\$16.1	\$5.0	\$1.3	\$1.6	(\$2.4)
Average MSR Balance	\$300	\$291	\$295	\$280	\$265

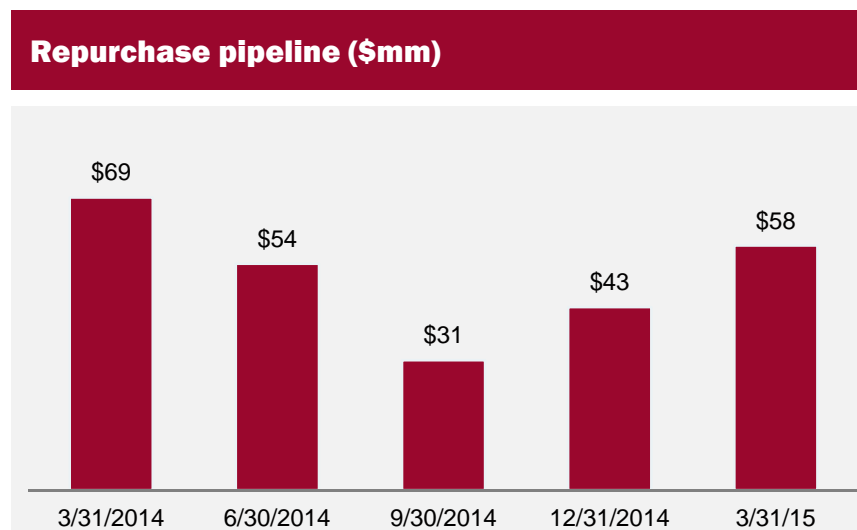
Available liquidity and funding

Quarter end balances and ratios(\$mm)					
	3/31/14	6/30/14	9/30/14	12/31/14	3/31/15
Available liquidity					
Interest earning deposits	\$162	\$135	\$62	\$87	\$198
Investment & trading securities	\$1,207	\$1,606	\$1,378	\$1,672	\$2,295
Less: securities haircut	(60)	(80)	(69)	(84)	(115)
Less: pledged collateral	(4)	(2)	(1)	(0)	-
Liquid assets	\$1,305	\$1,658	\$1,371	\$1,675	\$2,379
FHLB borrowing capacity	\$1,708	\$1,766	\$2,775	\$2,200	\$1,476
Total available liquidity	\$3,014	\$3,424	\$4,145	\$3,875	\$3,855
Liquid assets as a % of total assets	13.6%	16.7%	14.2%	17.0%	20.6%
FHLB Capacity as a % of total assets	17.8%	17.8%	28.8%	22.4%	12.8%
Available liquidity as a % of total assets	31.4%	34.5%	43.1%	39.4%	33.3%
Funding					
Brokered deposits	\$318	\$357	\$354	\$392	\$361
FHLB advances	1,125	1,032	150	514	1,625
Other debt	349	345	340	331	317
Total wholesale funding	\$1,792	\$1,734	\$844	\$1,237	\$2,303
Wholesale funding as a % of total assets	18.6%	17.5%	8.8%	12.6%	19.9%

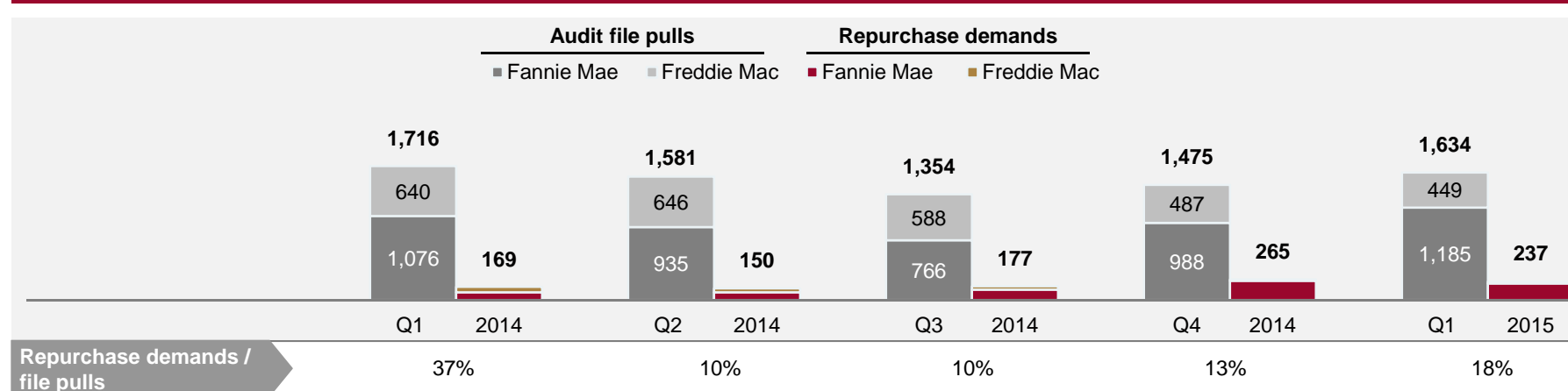
Representation & Warranty reserve details

- Claims experience continues to perform better than what we have modeled
- Encouraged by government efforts to assess risk-based penalties on documentation flaws

Repurchase reserve (\$mm)					
(in millions)	3/31/14	6/30/14	9/30/14	12/31/14	3/31/15
Beginning balance	\$54.0	\$48.0	\$50.0	\$57.0	\$53.0
Additions	(0.5)	7.0	14.5	(4.2)	0.4
Net charge-offs	(5.5)	(5.0)	(7.5)	0.2	(0.4)
Ending Balance	\$48.0	\$50.0	\$57.0	\$53.0	\$53.0



Repurchase activity with Fannie and Freddie



Supplemental capital ratios

\$mm – Basel III (transitional) to Basel III (fully phased-in)

Flagstar Bancorp	Common Equity Tier 1 (to Risk Weighted Assets)	Tier 1 Leverage (to Adjusted Tangible Assets)	Tier 1 Capital (to Risk Weighted Assets)	Total Risk-Based Capital (to Risk Weighted Assets)
Regulatory capital as of 3/31/15				
Basel III (transitional)	\$909	\$1,257	\$1,257	\$1,336
Increased deductions related to deferred tax assets, mortgage servicing assets, and other capital components	(\$356)	(\$197)	(\$197)	(\$196)
Basel III (fully phased-in) capital⁽¹⁾	\$553	\$1,060	\$1,060	\$1,140
Risk-weighted assets as of 3/31/15				
Basel III assets (transitional)	\$5,909	\$10,454	\$5,909	\$5,909
Net change in assets	\$3	(\$197)	\$3	\$3
Basel III (fully phased-in) assets⁽¹⁾	\$5,912	\$10,257	\$5,912	\$5,912
Capital ratios				
Basel III (transitional)	15.38%	12.02%	21.26%	22.61%
% Basel III (fully phased-in)⁽¹⁾	9.36%	10.34%	17.93%	19.28%

1) On January 1, 2015, the Basel III rules became effective, subject to transitions provisions primarily related to regulatory deductions and adjustments impacting common equity Tier 1 capital and Tier 1 capital. We reported under Basel I (which included the Market Risk Final Rules) at December 31, 2014.

Supplemental capital ratios

\$mm – Basel III (fully phased-in) to Basel III (fully phased-in with TARP payoff)

Flagstar Bancorp	Common Equity Tier 1 (to Risk Weighted Assets)	Tier 1 Leverage (to Adjusted Tangible Assets)	Tier 1 Capital (to Risk Weighted Assets)	Total Risk-Based Capital (to Risk Weighted Assets)
Regulatory capital as of 3/31/15				
Basel III (transitional)	\$553	\$1,060	\$1,060	\$1,140
Net change in capital	(\$73)	(\$340)	(\$340)	(\$340)
Basel III (fully phased-in) capital⁽¹⁾	\$480	\$720	\$720	\$799
Risk-weighted assets as of 3/31/15				
Basel III assets (transitional)	\$5,912	\$10,257	\$5,912	\$5,912
Net change in assets	(\$91)	(\$10)	(\$91)	(\$91)
Basel III (fully phased-in) assets⁽¹⁾	\$5,821	\$10,247	\$5,821	\$5,821
Capital ratios				
Basel III (transitional)	9.36%	10.34%	21.26%	19.28%
% Basel III (fully phased-in)⁽¹⁾	8.25%	7.03%	12.37%	13.73%

1) On January 1, 2015, the Basel III rules became effective, subject to transitions provisions primarily related to regulatory deductions and adjustments impacting common equity Tier 1 capital and Tier 1 capital. We reported under Basel I (which included the Market Risk Final Rules) at December 31, 2014.

Supplemental capital ratios

\$mm – Basel I to Basel III (transitional) as of 12/31/14

Flagstar Bancorp	Common Equity Tier 1 (to Risk Weighted Assets)	Tier 1 Leverage (to Adjusted Tangible Assets)	Tier 1 Capital (to Risk Weighted Assets)	Total Risk-Based Capital (to Risk Weighted Assets)
Regulatory capital as of 12/31/14				
Basel I capital	N/A	\$1,184	\$1,184	\$1,252
Net change in capital	N/A	\$37	\$37	\$37
Basel III (transitional) capital⁽¹⁾	\$876	\$1,221	\$1,221	\$1,289
Risk-weighted assets as 12/31/14				
Basel I assets	N/A	\$9,403	\$5,190	\$5,190
Net change in assets	N/A	\$351	\$42	\$42
Basel III (transitional) assets⁽¹⁾	\$5,232	\$9,755	\$5,232	\$5,232
Capital ratios				
Basel I	N/A	12.59%	22.81%	24.12%
Basel III (transitional)⁽¹⁾	16.74%	12.52%	23.34%	24.64%

1) On January 1, 2015, the Basel III rules became effective, subject to transitions provisions primarily related to regulatory deductions and adjustments impacting common equity Tier 1 capital and Tier 1 capital. We reported under Basel I (which included the Market Risk Final Rules) at December 31, 2014.

Efficiency ratio and earnings per share

\$mm	Q1 2015	Q4 2014	Q3 2014	Q2 2014	Q1 2014
Net interest income (a)	\$64.9	\$61.3	\$64.4	\$62.4	\$58.2
Noninterest income (b)	118.3	98.4	85.2	102.5	75.0
Less provisions:					
Representation and warranty reserve - change in estimate	(1.5)	(6.1)	2.2	5.2	(1.7)
Adjusting items :					
Loan fees and charges ⁽¹⁾	-	-	-	(10.0)	-
Representation and warranty reserve – change in estimate ⁽²⁾	-	-	10.3	-	-
Other noninterest income ⁽³⁾	-	-	-	-	21.1
Adjusted noninterest income	\$118.3	\$98.4	\$95.5	\$92.5	\$96.1
Adjusted income (c)	\$181.7	\$153.7	\$162.1	\$160.1	\$152.6
Noninterest expense (d)	\$137.0	\$139.2	\$179.4	\$121.4	\$139.3
Adjusting items :					
Legal and professional expense ⁽⁴⁾	-	-	(1.1)	(2.9)	-
Other noninterest expense ⁽⁵⁾	-	-	(37.5)	10.0	-
Adjusted noninterest expense (e)	\$137.0	\$139.2	\$140.8	\$128.5	\$139.3
Efficiency ratio (d/(a+b))	74.8%	87.2%	120.0%	73.6%	104.6%
Efficiency ratio (adjusted) (e/c)	75.4%	90.6%	86.8%	80.2%	91.3%
Net (loss) income applicable to common stockholders	\$31.5	\$11.1	(\$27.6)	\$25.5	(\$78.9)
Adjustment to remove adjusting items	-	-	49.0	(17.1)	21.1
Tax impact of adjusting items	-	-	(13.6)	6.0	(7.4)
Adjusting tax item	-	-	-	-	-
Adjusted net (loss) income applicable to common stockholders	\$31.5	\$11.1	\$7.7	\$14.4	(\$65.2)
Diluted (loss) income per share	\$0.43	\$0.07	(\$0.61)	\$0.33	(\$1.51)
Adjustment to remove adjusting items	-	-	0.86	(0.31)	0.38
Tax impact of adjusting items	-	-	(0.24)	0.11	(0.13)
Adjusting tax item	-	-	-	-	-
Diluted adjusted (loss) income per share	\$0.43	\$0.07	\$0.01	\$0.13	(\$1.26)
Weighted average shares outstanding					
Basic	56,385,454	56,310,858	56,249,300	56,230,458	56,194,184
Diluted	56,775,039	56,792,751	56,249,300	56,822,102	56,194,184

1) Reverse benefit for contract renegotiation.

2) Add back reserve increase related to indemnifications claims on government insured loans.

3) Negative fair value adjustment on repurchased performing loans and a benefit for contract renegotiation.

4) Adjust for legal expenses related to the litigation settlements during the respective periods.

5) Adjust for CFPB litigation settlement expense.

Quarterly noninterest expense, adjusted

\$mm					
	Q1 2015	Q4 2014	Q3 2014	Q2 2014	Q1 2014
Fixed expenses					
Compensation and benefits	\$60.8	\$59.0	\$53.5	\$55.2	\$65.6
Occupancy and equipment	19.9	20.1	20.5	19.4	20.4
Asset resolution	7.8	13.4	13.7	17.9	11.5
Other noninterest expense ⁽¹⁾	26.4	26.8	32.3	19.2	26.8
Total fixed expenses	\$114.9	\$119.3	\$120.0	\$111.7	\$124.3
Variable expenses					
Commissions	\$10.4	\$9.3	\$10.3	\$8.5	\$7.2
Loan processing expenses	11.7	10.6	10.5	8.2	7.7
Total variable expenses	\$22.1	\$19.9	\$20.8	\$16.7	\$15.0
Non-recurring items (excluded)					
Other noninterest expenses	\$0.0	\$0.0	\$38.6	(\$7.1)	\$0.0
Total non-recurring items	\$0.0	\$0.0	\$38.6	(\$7.1)	\$0.0
Total noninterest expense	\$137.0	\$139.2	\$179.4	\$121.4	\$139.3

1) Other noninterest expense includes Federal insurance premiums, legal and professional expense and other noninterest expense

Noninterest expense, annualized

\$mm			
	1H 2013 Run Rate	2H 2013 Run Rate	FY 2014
Fixed expenses			
Compensation and benefits	\$148.2	\$131.2	\$233.3
Occupancy and equipment	41.6	38.4	80.4
Asset resolution	32.3	19.7	56.5
Other noninterest expense ⁽¹⁾	83.5	78.1	105.2
Total fixed expenses	\$305.6	\$267.4	\$475.3
Variable expenses			
Commissions	\$32.9	\$21.5	\$35.4
Loan processing expenses	32.5	19.7	37.0
Total variable expenses	\$65.4	\$41.2	\$72.4
Non-recurring items (excluded)			
Other noninterest expenses	\$0.0	\$0.0	\$31.5
Total non-recurring items	\$0.0	\$0.0	\$31.5
Total noninterest expense	\$371.0	\$308.6	\$579.2
Annualized fixed expenses	\$611.2	\$534.8	\$475.3
Annualized variable expenses	\$130.8	\$82.4	\$72.4

1) Other noninterest expense includes Federal insurance premiums, legal and professional expense and other noninterest expense