

Section 1: 8-K (8-K)

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 16, 2018



(Exact Name of Registrant as Specified in Charter)

Michigan
(State or Other Jurisdiction
of Incorporation)

1-16577
(Commission File Number)

38-3150651
(IRS Employer
Identification No.)

5151 Corporate Drive, Troy, Michigan
(Address of Principal Executive Offices)

48098
(Zip Code)

(248) 312-2000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.02 Termination of a Material Definitive Agreement

Flagstar Bancorp, Inc. (NYSE: FBC) (the "Company"), announced on August 16, 2018, that the Federal Reserve ("Fed") has lifted its Supervisory Agreement with the Company. The effective date of the termination was August 14, 2018.

For further information and a complete description of all of the terms of the Supervisory Agreement, please refer to the copy of the Supervisory Agreement filed with the Securities and Exchange Commission as an exhibit to our Form 10-K.

Item 7.01 Regulation FD Disclosure

The press release, issued on August 16, 2018, announcing the termination of the Supervisory Agreement is attached hereto as Exhibit 99.1.

The information in this Item 7.01 of this Current Report on Form 8-K is being furnished hereby and shall not be deemed "filed" for any other purpose, including for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, and shall not be deemed incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act regardless of any general incorporation language in such filing unless specifically provided otherwise.

Item 9.01 Financial Statements and Exhibits

Exhibits

99.1 [Press release of Flagstar Bancorp, Inc. dated August 16, 2018](#)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

FLAGSTAR BANCORP, INC.

Dated: August 16, 2018

By: /s/ James K. Cirolì

James K. Cirolì

Executive Vice President and Chief Financial Officer

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release of Flagstar Bancorp, Inc. dated August 16, 2018

[\(Back To Top\)](#)

Section 2: EX-99.1 (EXHIBIT 99.1)



FBC
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NYSE

NEWS RELEASE
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Flagstar Announces Lifting of Federal Reserve Supervisory Agreement

TROY, Mich., Aug. 16, 2018- Flagstar Bancorp, Inc. (NYSE: FBC) (the "Company") announced that effective August 14, 2018, the Federal Reserve (Fed) has lifted its Supervisory Agreement with the Company.

The Supervisory Agreement (originally dated January 27, 2010) included a number of provisions, including requirements to submit a capital plan annually and receive written non-objection from the Fed before paying a dividend or repurchasing stock, incurring or renewing holding company debt or engaging in affiliate transactions.

“This is a major milestone for our company, representing the last major regulatory issue with the old Flagstar,” said Alessandro P. DiNello, president and chief executive officer. “This action reflects our successful effort in building a strong financial institution that can deliver solid results within the framework of a strong risk and compliance structure. The lifting of the agreement ushers in a new era for our holding company, providing more flexibility in entering into strategic transactions.

“It’s been a long road to reach this positive outcome. I would like to personally thank the entire Flagstar team for their dedication and our shareholders for their support. I also appreciate the Fed’s collaboration over the past several years to strengthen our company. We are now focused on continuing our journey to build a great company.”

About Flagstar

Flagstar Bancorp, Inc. (NYSE: FBC) is an \$18.1 billion savings and loan holding company headquartered in Troy, Mich. Flagstar Bank, FSB, provides commercial, small business, and consumer banking services through 107 branches in Michigan and California. It also provides home loans through a wholesale network of brokers and correspondents in all 50 states, as well as 88 retail locations in 31 states, representing the combined retail branches of Flagstar and its Opes Advisors mortgage division. Flagstar is a leading national originator and servicer of mortgage loans, handling payments and record keeping for \$120 billion of home loans representing over 535,000 borrowers. For more information, please visit flagstar.com.

[\(Back To Top\)](#)