

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): September 4, 2020



Flagstar Bancorp, Inc.
(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:

- 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.

Securities registered pursuant to Section 12(b) of the Exchange Act:

Title of each class	Trading symbol	Name of each exchange on which registered
Common stock	FBC	New York Stock Exchange

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 4, 2020, Flagstar Bancorp (the "Company") announced that Lee Smith, age 46, has been appointed President of Mortgage, a role which has been expanded to include mortgage sales, mortgage fulfillment operations and mortgage servicing. Concurrent with this appointment, Mr. Smith will no longer serve as Chief Operating Officer, a position he has held since 2013. With Mr. Smith's change in responsibilities, the Chief Operating Officer position has been eliminated. The additional information required by Item 5.02(c) of Form 8-K with respect to Mr. Smith is incorporated herein by reference from the Company's 2019 Proxy filed with the Securities and Exchange Commission on April 21, 2020.

A copy of the press release announcing the events described in this Item 5.02 is attached hereto as Exhibit 99.2.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Definitive Proxy Statement for Flagstar Bancorp filed with the Securities and Exchange Commission on April 21, 2020.
99.2	Press release issued by Flagstar Bancorp on September 10, 2020.

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: September 10, 2020

By: /s/ James K. Ciroli
James K. Ciroli
Executive Vice President and Chief Financial Officer

Exhibit Index

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Section 2: EX-99.2 (EX-99.2)



NEWS RELEASE

For more information contact:

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Flagstar Bank
(248) 312-6237

Flagstar Bank Names Lee M. Smith President of Mortgage Flagstar's chief operating officer takes role of president of Mortgage

TROY, Mich., Sept. 10, 2020—Flagstar Bank has named Lee M. Smith, a seven-year veteran of Flagstar, to lead its mortgage business. Smith joined Flagstar in 2013 as executive vice president and chief operating officer, where he was responsible for several key business units—including mortgage servicing—as well as strategy, balance sheet and cost optimization, and mergers and acquisitions. As COO, he played an integral role in the turnaround of Flagstar.

In his new role as president of Mortgage, he is responsible for the direction and oversight of all aspects of the business—mortgage sales, originations, servicing, fulfillment, and the overall strategic growth of the mortgage and servicing business units. Given this change, the COO role is being eliminated at Flagstar.

"Lee has worked side by side with me since day one of my job as CEO," said Alessandro DiNello, president and CEO of Flagstar. "No one has been more instrumental than Lee in building the diversified business model that has brought us so much success. We're now at an inflection point as a company where we can direct his skills to running one of our major businesses—a business he helped build and knows top to bottom. We look for more good things to come for Flagstar's mortgage operation with Lee at the helm."

Flagstar Bancorp, Inc. (NYSE: FBC) is a \$26.8 billion savings and loan holding company headquartered in Troy, Mich. Flagstar Bank, FSB, provides commercial, small business, and consumer banking services through 160 branches in Michigan, Indiana, California, Wisconsin and Ohio. It also provides home loans through a wholesale network of brokers and correspondents in all 50 states, as well as 87 retail locations in 28 states, representing the combined retail branches of Flagstar and its Opes Advisors mortgage division. Flagstar is a leading national originator and servicer of mortgage and other consumer loans, handling payments and record keeping for \$225 billion of loans representing nearly 1.1 million borrowers. For more information, please visit flagstar.com.

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