

UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY

TERMINATION OF THE
AGREEMENT BY AND BETWEEN
Flagstar Bank, FSB
Troy, Michigan
AND THE OFFICE OF THRIFT SUPERVISION

WHEREAS, in an effort to protect the depositors, other customers and shareholders of Flagstar Bank, FSB, Troy, Michigan (Bank), and to ensure the Bank's safe and sound operation, the Bank and the Office of Thrift Supervision (OTS), entered into an Agreement, dated January 27, 2010;

WHEREAS, pursuant to Title III of the Dodd-Frank Wall Street Reform and Consumer Protection Act, Pub. L. 111-203 Stat. 1376 (2010), all functions of the OTS related to Federal savings associations were transferred to the Office of the Comptroller of the Currency of the United States of America (Comptroller)¹; and

WHEREAS, the Comptroller and the Bank entered into a Stipulation and Consent to the issuance of a Consent Order on October 23, 2012 that supersedes the Agreement;

NOW, THEREFORE, the Comptroller directs that the Agreement between the Bank and the Comptroller be, and it hereby is, TERMINATED.

IN TESTIMONY WHEREOF, the undersigned, designated by the Comptroller as his authorized representative, has hereunto set his hand.

/s/

William D. Haas
Deputy Comptroller
Midsize Bank Supervision

10/23/12

Date

¹ See Dodd-Frank Act § 312(b), 12 U.S.C. § 5412.