

OCWEN FINANCIAL CORP
Form 8-K
November 16, 2018

**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): November 16, 2018

OCWEN FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|---|-------------------------------------|--|
| Florida | 1-13219 | 65-0039856 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

1661 Worthington Road, Suite 100

West Palm Beach, Florida 33409

(Address of principal executive offices)

Registrant's telephone number, including area code: (561) 682-8000

Not applicable.

(Former name or former address, if changed since last report)

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 of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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 5.07 Submission of Matters to a Vote of Security Holders

Ocwen Financial Corporation (the “Company”) held a Special Meeting of Shareholders on November 16, 2018. The final voting results of the Special Meeting are as follows:

Proposal 1: Approval of Protective Amendment to the Articles of Incorporation

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 58,341,974 | 13,203,633 | 76,247 | 0 |

Proposal 2: To Permit the Adjournment of the Special Meeting

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 55,158,891 | 16,382,843 | 80,120 | 0 |

As Proposal 1 did not receive the affirmative vote of a majority of outstanding shares as of the record date, the proposed amendment to the Articles of Incorporation was not approved. The Company did not elect to adjourn the meeting and the meeting was closed.

SIGNATURES

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

OCWEN FINANCIAL
CORPORATION
(Registrant)

Date: November 16, 2018 By: */s/ Glen A. Messina*
Glen A. Messina
Chief Executive Officer

