



Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>Deer Park Road Management Company, LP</u> (Last) (First) (Middle) <u>1195 BANGTAIL WAY</u> (Street) <u>STEAMBOAT SPRINGS</u> <u>CO</u> <u>80487</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>OCWEN FINANCIAL CORP [OCN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/17/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/17/2020		S		400,000	D	\$0.4446 ⁽³⁾	12,956,147	I	See footnotes ⁽¹⁾⁽²⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>Deer Park Road Management Company, LP</u> (Last) (First) (Middle) <u>1195 BANGTAIL WAY</u> (Street) <u>STEAMBOAT SPRINGS</u> <u>CO</u> <u>80487</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Deer Park Road Management GP, LLC</u> (Last) (First) (Middle) <u>1195 BANGTAIL WAY</u> (Street) <u>STEAMBOAT SPRINGS</u> <u>CO</u> <u>80487</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>Deer Park Road Corp</u> (Last) (First) (Middle)

1195 BANGTAIL WAY		
(Street)		
STEAMBOAT SPRINGS	CO	80487
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Craig-Scheckman Michael		
(Last) (First) (Middle)		
1195 BANGTAIL WAY		
(Street)		
STEAMBOAT SPRINGS	CO	80487
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
AgateCreek LLC		
(Last) (First) (Middle)		
1195 BANGTAIL WAY		
(Street)		
STEAMBOAT SPRINGS	CO	80487
(City) (State) (Zip)		
1. Name and Address of Reporting Person*		
Burg Scott Edward		
(Last) (First) (Middle)		
1195 BANGTAIL WAY		
(Street)		
STEAMBOAT SPRINGS	CO	80487
(City) (State) (Zip)		

Explanation of Responses:

1. These shares of the Issuer's common stock ("Shares") are held for the account of STS Master Fund, Ltd. Deer Park Road Management Company, LP ("Deer Park") serves as investment adviser to STS Master Fund, Ltd.
2. Deer Park Road Management GP, LLC ("DPRM") is the general partner of Deer Park. Each of Deer Park Road Corporation ("DPRC") and AgateCreek LLC ("AgateCreek") is a member of DPRM. Michael Craig-Scheckman is the Chief Executive Officer of each of Deer Park and DPRC and the majority owner of DPRC. Scott Edward Burg is the Chief Investment Officer of Deer Park and the sole member of AgateCreek. Each Reporting Person disclaims beneficial ownership of the Shares except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the Shares for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
3. This price reflects the weighted average price for open-market sales of Shares made by the Reporting Persons on April 17, 2020 within a \$1.00 range. The actual prices for these transactions range between \$0.41 to \$0.47. The Reporting Persons further undertake to provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price reported herein.

[Deer Park Road Management Company, LP, By: /s/ Bradley W. Craig, Chief Operating Officer](#) [04/21/2020](#)

[Deer Park Road Management GP, LLC, By: /s/ Deer Park Road Corporation, its managing member, By: /s/ Bradley W. Craig, attorney-in-fact for Michael Craig-Scheckman, Chief Executive Officer of Deer Park Corporation](#) [04/21/2020](#)

[Deer Park Road Corporation, By: /s/ Bradley W. Craig, attorney-in-fact for Michael Craig-Scheckman, Chief Executive Officer of Deer Park Corporation](#) [04/21/2020](#)

[Michael Craig-Scheckman, By: /s/ Bradley W. Craig,](#) [04/21/2020](#)

[attorney-in-fact for Michael
Craig-Scheckman](#)
[AgateCreek LLC, By: /s/
Bradley W. Craig, attorney-in-
fact for Scott Edward Burg,](#) [04/21/2020](#)
[Sole Member of AgateCreek
LLC](#)
[Scott Edward Burg, /s/
Bradley W. Craig, attorney-in-](#) [04/21/2020](#)
[fact for Scott Edward Burg](#)

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.