

OCWEN FINANCIAL CORP
Form 3
August 05, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Devaney John		(Month/Day/Year)	OCWEN FINANCIAL CORP [OCN]	
(Last)	(First)	(Middle)	08/03/2015	
240 CRANDON BOULEVARD,Â SUITE 167			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
KEY BISCAWAYNE,Â FLÂ 33149			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,657,010	D <u>(1)</u>	Â
Common Stock	3,230,155	I <u>(2)</u>	See footnote <u>(2)</u>
Common Stock	5,043,691	I <u>(3)</u>	See footnote <u>(3)</u>
Common Stock	2,308,156	I <u>(4)</u>	See footnote <u>(4)</u>

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Call Option (right to buy) \hat{A} ⁽⁵⁾		01/15/2016	Common Stock, par value \$0.01	124,000 ⁽⁶⁾	\$ 12.5	I ⁽⁷⁾	See footnote ⁽⁷⁾
Call Option (right to buy) \hat{A} ⁽⁵⁾		01/20/2017	Common Stock, par value \$0.01	175,000 ⁽⁸⁾	\$ 15	I ⁽⁹⁾	See footnote ⁽⁹⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Devaney John 240 CRANDON BOULEVARD SUITE 167 KEY BISCAWAYNE, FL 33149	\hat{A}	\hat{A} X	\hat{A}	\hat{A}

Signatures

/s/ D. John
Devaney

08/05/2015

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The reported securities are owned directly by D. John Devaney ("Devaney") in personal accounts and retirement accounts.
 - (2) The reported securities are owned indirectly by Devaney. Devaney controls United Capital Markets Holdings, Inc. ("UCMHI"), which is the parent of United Aviations Holdings, Inc., the entity that owns 3,230,155 shares of the issuer's common stock.
 - (3) The reported securities are owned indirectly by Devaney. Devaney controls UCMHI which is the parent of United Capital Markets, Inc. ("UCMI"), the entity that owns 5,043,691 shares of the issuer's common stock.
 - (4) The reported securities are owned indirectly by Devaney. Devaney controls United Real Estate Ventures, Inc. ("UREVI"), the entity that owns 2,308,156 shares of the issuer's common stock.
 - (5) These options are exercisable at any time prior to their expiration.
 - (6) These options are represented by 1,240 call option contracts, each representing a right to purchase 100 shares of the issuer's common stock at a price of \$12.50 per share.
 - (7) The reported securities are owned indirectly by Devaney through UREVI.
 - (8)

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These options are represented by 1,750 call option contracts, each representing a right to purchase 100 shares of the issuer's common stock at a price of \$15.00 per share.

(9) The reported securities are owned indirectly by Devaney through UCMI.

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

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