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**Section 1: 8-K/A (FORM 8-K/A)**

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

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported):  
August 3, 2016

**NATIONSTAR MORTGAGE HOLDINGS INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

**001-35449**

**45-2156869**

(I.R.S. Employer

(State of Incorporation)

(Commission File Number)

Identification Number)

**8950 Cypress Waters Boulevard  
Coppell, Texas 75019**

(Address of principal executive offices)

**(469) 549-2000**

(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))

### Explanatory Note:

This amendment to the Current Report on Form 8-K filed by Nationstar Mortgage Holdings Inc. (the “Company”) on August 3, 2016 amends information furnished under Item 2.02 thereof, as described below.

#### Item 2.02 Results of Operations and Financial Conditions.

On August 3, 2016, the Company issued a press release announcing its financial results for its fiscal quarter ended June 30, 2016. After further review by management, the Company has adjusted previously announced results to reflect the effect of certain reclassification adjustments related to early buy out activities on Ginnie Mae securities between expense and revenue accounts and their impact on certain non-GAAP financial measures for its Servicing segment for the first and second quarters of 2016. GAAP earnings were not affected by the reclassification adjustments. Schedule A - 2016 Non-GAAP Adjustments sets forth the revised results and is incorporated by reference herein. The information furnished pursuant to this Item 2.02 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

Number

Description

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99.1

Schedule A - 2016 Non-GAAP



**EXHIBIT INDEX**

Exhibit Number	Description
99.1	Schedule A - 2016 Non-GAAP

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**Section 2: EX-99.1 (SCHEDULE A)**

**Schedule A**

**2016 Non-GAAP Adjustments**

<i>(\$ in millions)</i>	Q1'16						Q2'16							
	Servicing segment						Consolidated As Adjusted	Servicing segment						
	Q1'16 As Reported		Q1'16 Adjustment		Q1'16 As Adjusted			Q2'16 As Reported		Q2'16 Adjustment		Q2'16 As Adjusted		Consolidated As Adjusted
	\$	BPS	\$	\$	BPS	\$		BPS	\$	\$	BPS	\$		
Operational	\$ 317	32.3	—	\$ 317	32.3	\$	\$ 333	35.4	\$ —	\$ 333	35.4	\$		
Amortization	(65)	(6.6)	—	(65)	(6.6)		(78)	(8.3)	—	(78)	(8.3)			
Other mark-to-market	(253)	(25.8)	(9)	(262)	(26.7)		(221)	(23.4)	(10)	(231)	(24.5)			
Total revenue	(1)	—	(9)	(10)	(1.0)		255	34	3.7	(10)	24		2.6	329
Expenses	184	18.8	(9)	176	17.9		412	169	17.8	(10)	159		16.8	413
Total other income (expense), net	(22)	(2.3)	—	(22)	(2.3)		(58)	(23)	(2.5)	—	(23)		(2.5)	(60)
Loss before taxes (GAAP)	(208)	(21.2)	—	(208)	(21.2)		(215)	(158)	(16.7)	—	(158)		(16.7)	(144)
Income tax benefit							82							53
Noncontrolling interest							(1)							1
Net income attributable to Nationstar							\$ (132)							\$ (92)
Mark-to-market	253	25.8	9	262	26.7	262	221	23.4	10	231	24.5	231		
Non-recurring	4	0.4	—	4	0.4	6	—	—	—	—	—	6		
Adjusted pretax income	\$ 50	5.0	\$ 9	\$ 59	5.9	53	\$ 63	6.8	\$ 10	\$ 73	7.8	93		
Income tax expense						(20)						(34)		
Adjusted earnings						\$ 33						\$ 59		
Earnings per share						\$ (1.28)						\$ (0.92)		
Adjusted Earnings per share						\$ 0.32						\$ 0.59		

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