Mr. Cooper Group[SM]

Q4 2018 Earnings Presentation

March 7, 2019

Important Information

This presentation contains summarized information concerning Mr. Cooper Group Inc. (the "Company") and the Company's business, operations, financial performance and trends. No representation is made that the information in this presentation is complete. For additional financial, statistical and business related information, as well as information regarding business and segment trends, see the Company's most recent Annual Report on Form 10-K ("Form 10-K") and Quarterly Reports on Form 10-Q filed with the U.S. Securities and Exchange Commission (the "SEC"), as well other reports filed with the SEC from time to time. Such reports are or will be available in the Investors section of the Company's website (www.mrcoopergroup.com) and the SEC's website (www.sec.gov).

Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical or current fact included in this presentation that address activities, events, conditions or developments that we expect, believe or anticipate will or may occur in the future are forward-looking statements. Forward-looking statements give our current expectations and projections relating to our financial condition, results of operations, plans, objectives, future performance and business and these statements are not guarantees of future performance. Forward-looking statements may include the words "anticipate," "estimate," "expect," "project," "intend," "plan," "believe," "strategy," "future," "opportunity," "may," "should," "will," "would," "will be," "will continue," "will likely result," and similar expressions. Such forward-looking statements involve risks and uncertainties that may cause actual events, results or performance to differ materially from those indicated by such statements. Certain of these risks are identified and discussed in documents Mr. Cooper has filed or will file from time to time with the SEC. These risk factors will be important to consider in determining future results and should be reviewed in their entirety. These forward-looking statements are expressed in good faith, and Mr. Cooper believes there is a reasonable basis for them. However, the events, results or trends identified in these forward-looking statements may not occur or be achieved. Forward-looking statements speak only as of the date they are made, and Mr. Cooper is not under any obligation, and expressly disclaims any obligation, to update, alter or otherwise revise any forward-looking statement, except as required by law. Readers should carefully review the statements set forth in the reports that Mr. Cooper has filed or will file from time to time with the SEC.

Basis of Presentation

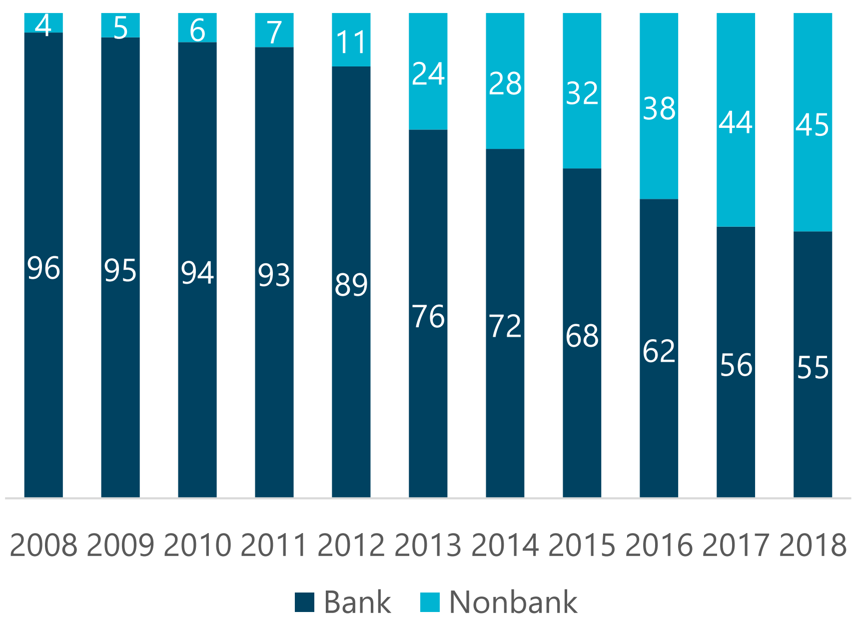
For purpose of Mr. Cooper's financial statement presentation, Mr. Cooper Group Inc. was determined to be the accounting acquirer in the WMIH Corp. merger. "Predecessor" financial information relates to Nationstar and "Successor" financial information relates to Mr. Cooper. The financial results for the three months ended December 31, 2018 reflect the results of the Successor. With respect to the three months ended September 30, 2018, the Company has presented the results on a "combined" basis by combining the financial results of the Predecessor for the period from July 1, 2018 through July 31, 2018 and the financial results of the Successor for the period from August 1, 2018 through September 30, 2018. Although the separate financial results of the Predecessor for the period from July 1, 2018 through July 31, 2018 and the Successor for the period from August 1, 2018 through September 30, 2018 are each separately presented under generally accepted accounting principles ("GAAP") in the United States, the combined results reported reflect non-GAAP financial measures, because a different basis of accounting was used with respect to the financial results for the Predecessor as compared to the financial results of the Successor. The financial results for the three months ended June 30, 2018, March 31, 2018, and December 31, 2017 reflect the results of the Predecessor.

Non-GAAP Measures

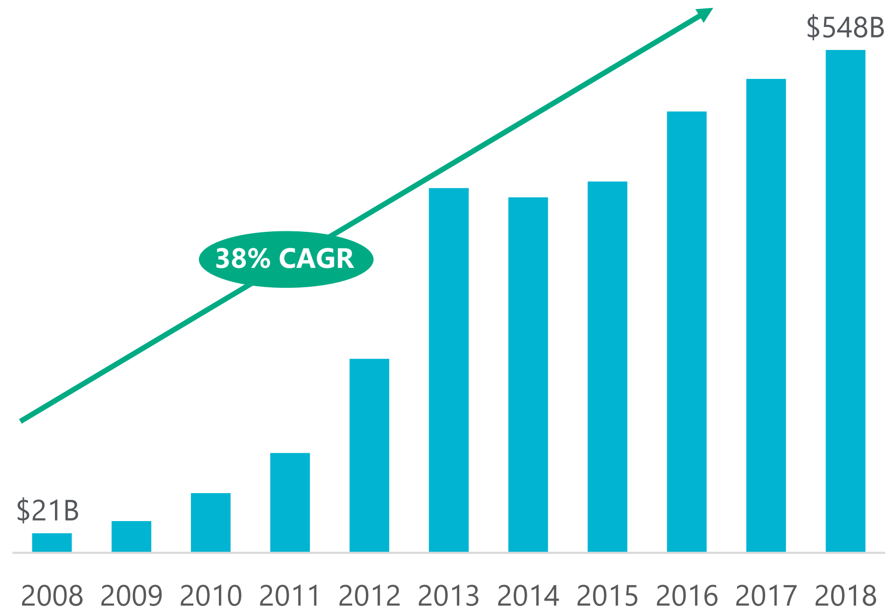
This presentation contains certain references to non-GAAP measures. Please refer to the Appendix for more information on non-GAAP measures.

Evolution of the Leading Nonbank Mortgage Servicer

Post crisis, servicing market share shifted to the non-bank sector (%)



Mr. Cooper's Industry-leading Portfolio Growth



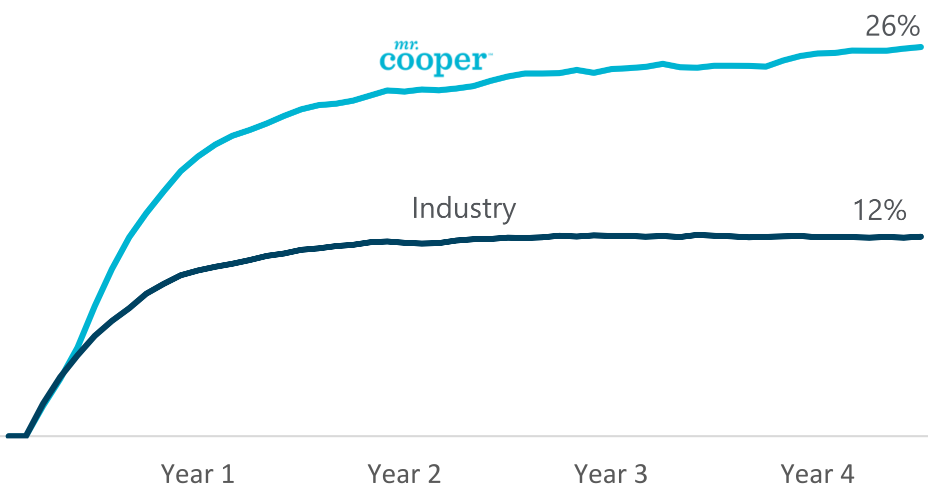
Top 5 Servicers

Rank	Servicer	4Q'18	Market Share
1	Wells Fargo	$1,502B	13.7%
2	Chase	$790B	7.2%
3	mr. cooper	$548B	4.9%
4	Bank of America	$453B	4.1%
5	NRZ	$395B	3.6%

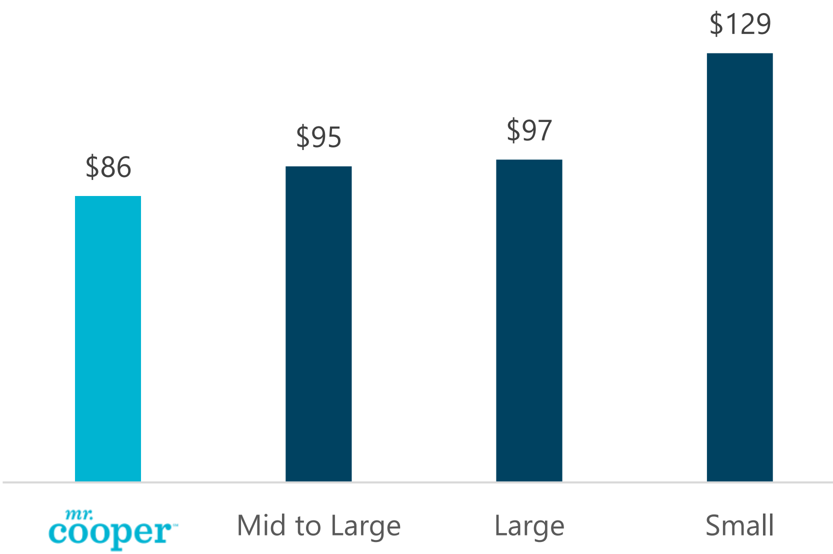
Source: Federal Reserve, Inside Mortgage Finance

Best-in-Class Operational Skills

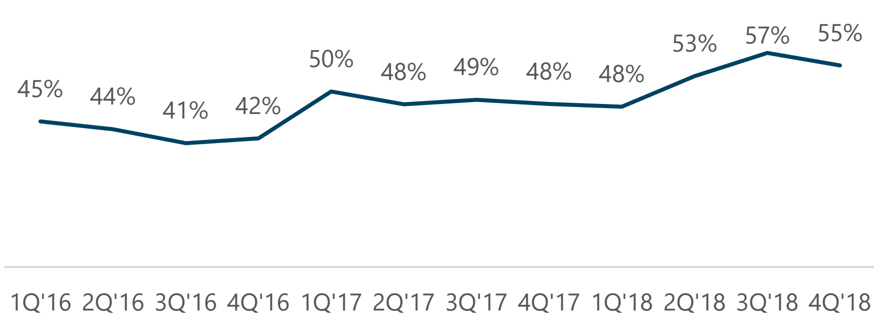
26% of delinquent loans returned to performing status[1]



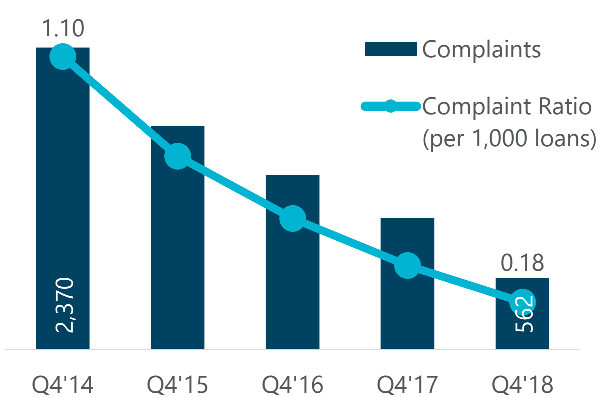
Direct servicing cost per loan lower than peers [2]



Refinance recapture is a competitive advantage



Significant improvement in customer experience



[1] Percentage of loans boarded delinquent brought back to performing status, compared to industry reperformance for buckets of similar loans.
Source: Core Logic
[2] Direct servicing cost per loan for performing loans. Categories are defined as prime servicers; "Mid to Large" is 500k-1mm loans, "Large" is greater than 1mm loans, "Small" is less than 100k loans. Source: 2017 MBA Peer Group Study

The Next Phase in Mr. Cooper's Evolution

Success Factors for Mortgage Servicers
Scale
Low costs
Loss mitigation
Compliance
Customer-centric culture
Risk management

Mr. Cooper Initiatives
Project Titan
Integrate AMS, PacU, & Seterus
Deleverage

Fourth Quarter Highlights

- Reported EPS of ($1.50)
- Grew servicing portfolio to $548 bn, up 7% q/q and 8% y/y
- Achieved servicing margin of 6.7 bps
- Grew origination fundings 5% q/q to $5.4 bn
- Grew Xome third-party revenue to 57% from 49% in 3Q’18
- Subsequently closed acquisition of Pacific Union and Seterus platform

Summary 4Q 2018 Financial Results

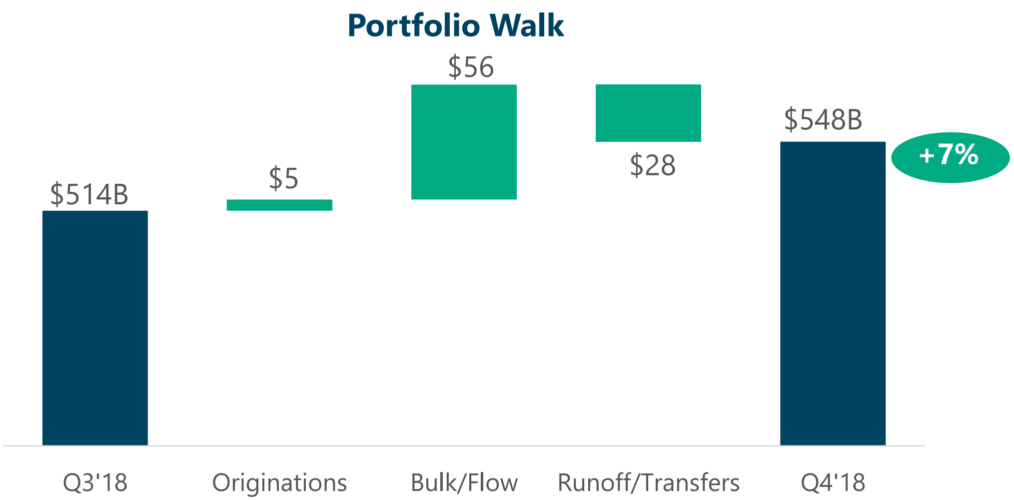
$ mm's, except per share data	4Q'18	3Q'18	4Q'17
Servicing related, net	$ 347	$ 330	$ 295
Mark-to-market	(188)	49	0
Net gain on mortgage loans held for sale	93	127	142
Total revenues	**252**	**506**	**437**
Salaries, wages and benefits	198	208	185
General and administrative	234	309	181
Total expenses	**432**	**517**	**366**
Interest income	166	138	162
Interest expense	(171)	(175)	(174)
Other income (expense)	7	6	(1)
Total other income (expense), net	**2**	**(31)**	**(13)**
Pretax income	**$ (178)**	**$ (42)**	**$ 58**
Net income (loss)	**$ (136)**	**$ 947**	**$ 41**
Average diluted sharecount	90.8	92.0	98.7
Diluted EPS	**$ (1.50)**	**$ 10.34**	**$ 0.41**

	4Q'18	Per share
3Q'18 TBV[2]	**$ 1,958**	**$ 21.29**
4Q'18 net (loss)	(136)	(1.50)
Intangible amortization	14	0.16
Intangible assets related to Xome	(14)	(0.15)
Goodwill related to AMS acquisition	(10)	(0.11)
Goodwill related to WMIH merger	(10)	(0.11)
Other	3	0.03
4Q'18 TBV[2]	**$ 1,805**	**$ 19.89**

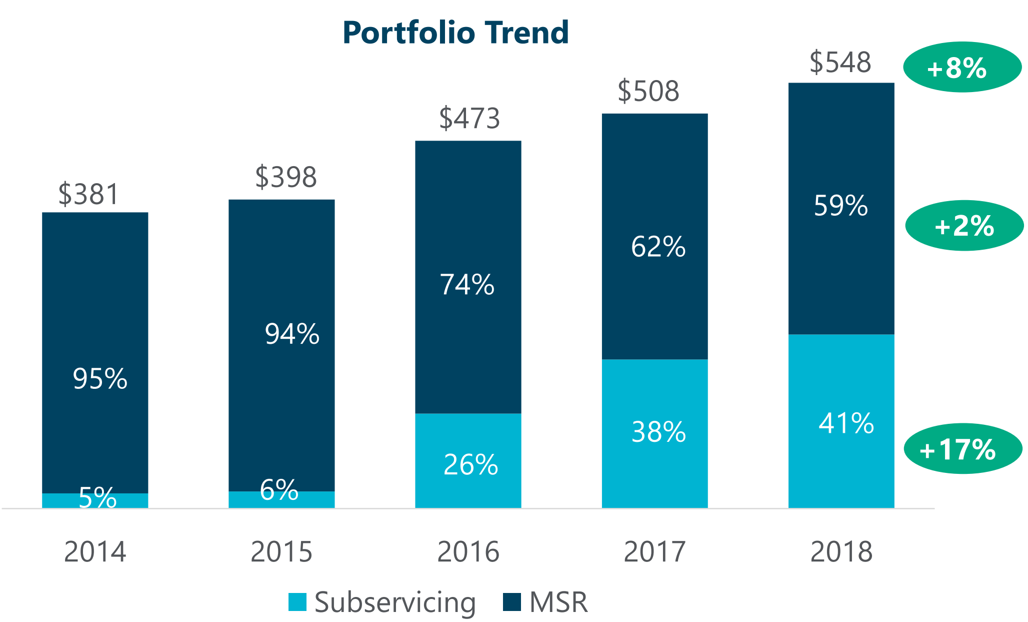
Pretax income	$(178)
Mark-to-market	188
Project Titan	10
AMS impact	7
IT development costs	1
Business shutdown costs	6
Merger-related costs	4
Intangible amortization	14
	$52
Notional effect of marginal tax rate[1]	(2)
	$50
	$0.55

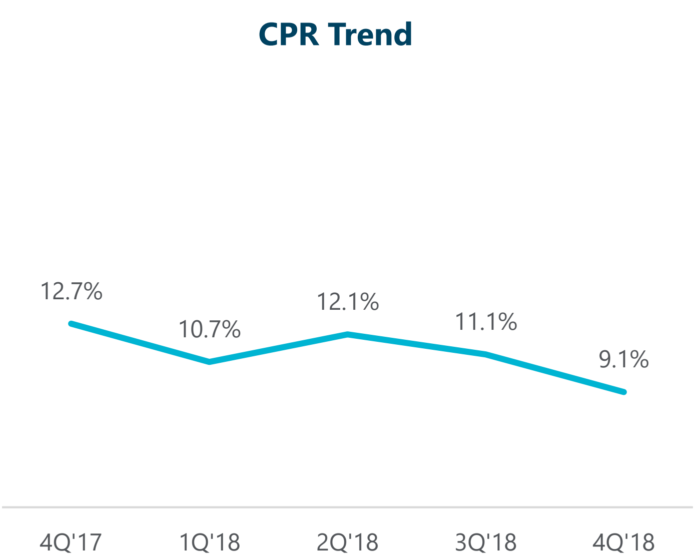
[1]Excluding the effect of the DTA valuation release, the GAAP tax rate would have been 22.4% for the five month successor period
[2]Non-GAAP measure. Please see appendix for reconciliations
Note: 3Q'18 average diluted sharecount based on the successor period

Servicing Portfolio Growth Driven by 17% y/y Expansion in Subservicing

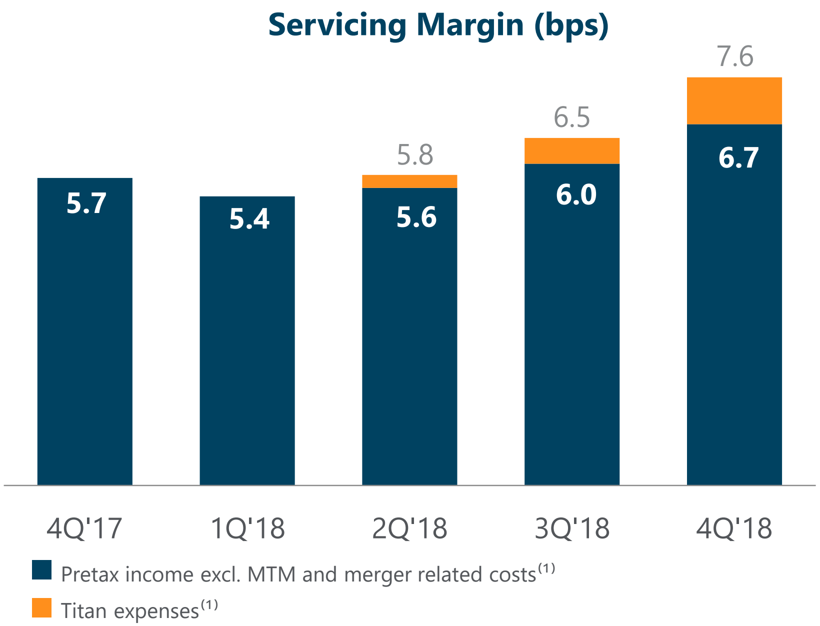


- Total portfolio grew 7% q/q, and 8% y/y
- Subservicing portfolio grew 7% q/q, and 17% y/y, as part of the Company's strategy to mitigate exposure to interest rate and credit volatility
- Pacific Union closed February 1, 2019, adding approximately $23 bn UPB in MSRs
- Portfolio growth benefited from reduction in CPR from 11.1% to 9.1%

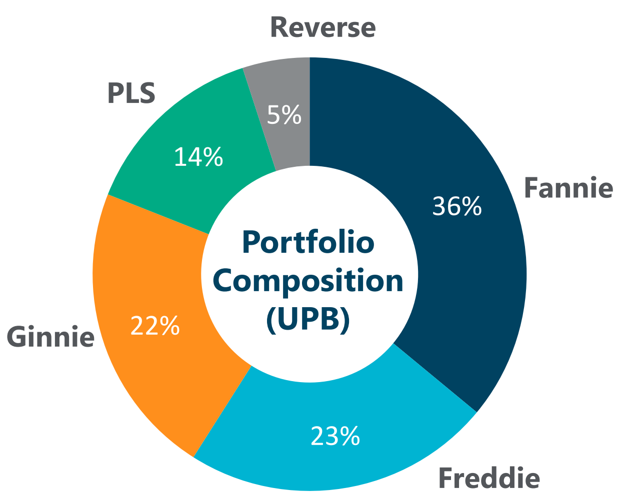


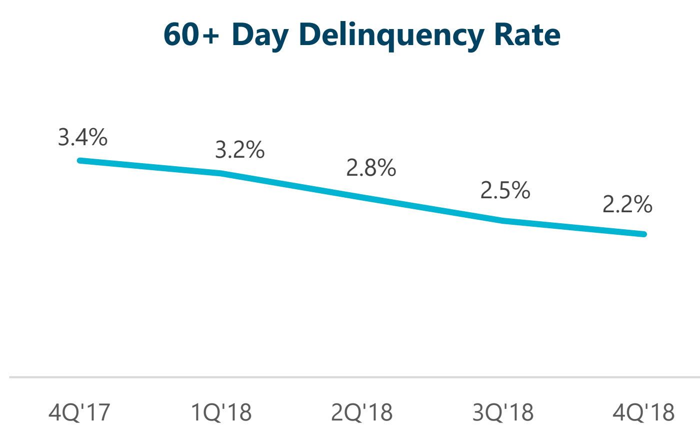


Servicing Margin Improved



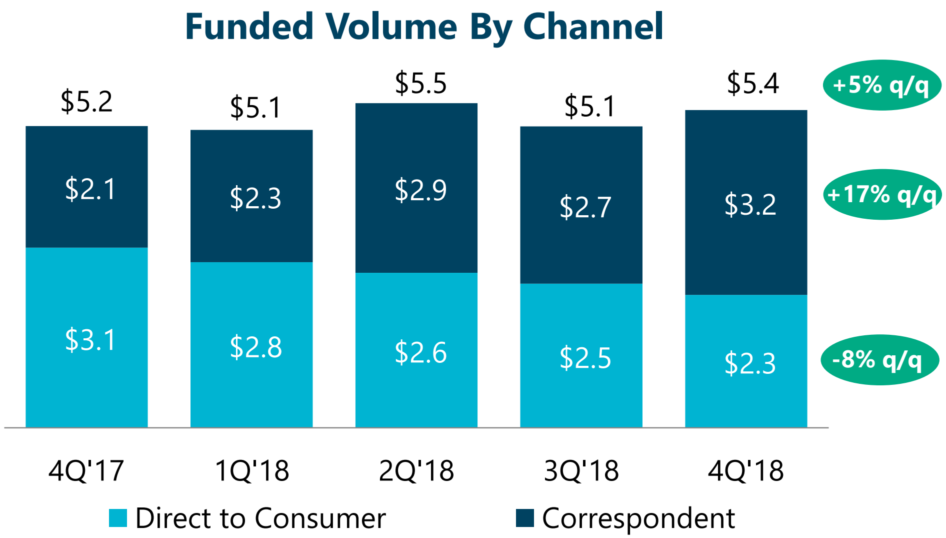
- Servicing margin improved to 6.7 bps due to lower CPR rates and reverse accretion of $15 mm or 1.1 bps, partially offset by growing mix of subservicing
- Servicing margin included $12 mm in Project Titan expenses. Excluding Titan expenses, servicing margin would have been 7.6 bps
- Delinquency trends remains favorable, down from 2.5% to 2.2% at year-end



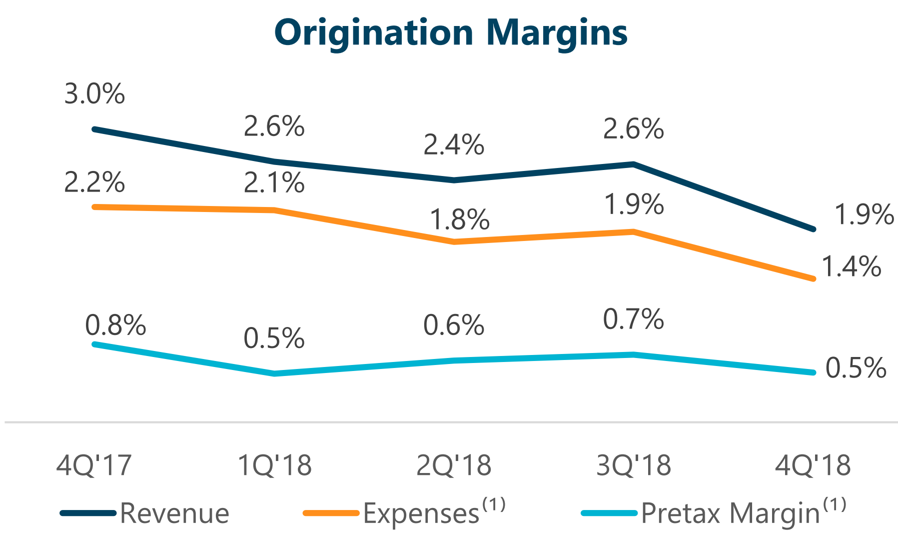


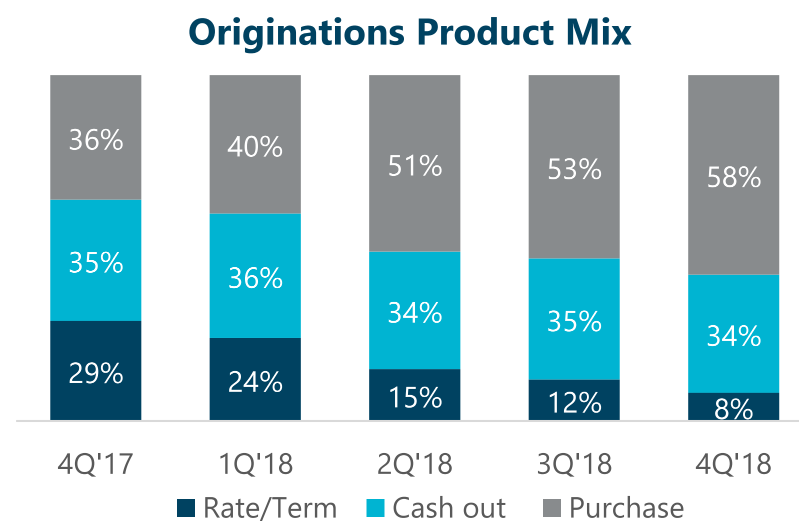
[1] Non-GAAP measure. Please see appendix for reconciliations

Originations Volumes Strong, but Margins Pressured on Mix-shift



- Funded volume up 5% q/q, 4% y/y
- Margins compressed due to mix-shift towards correspondent, which has lower margins than DTC

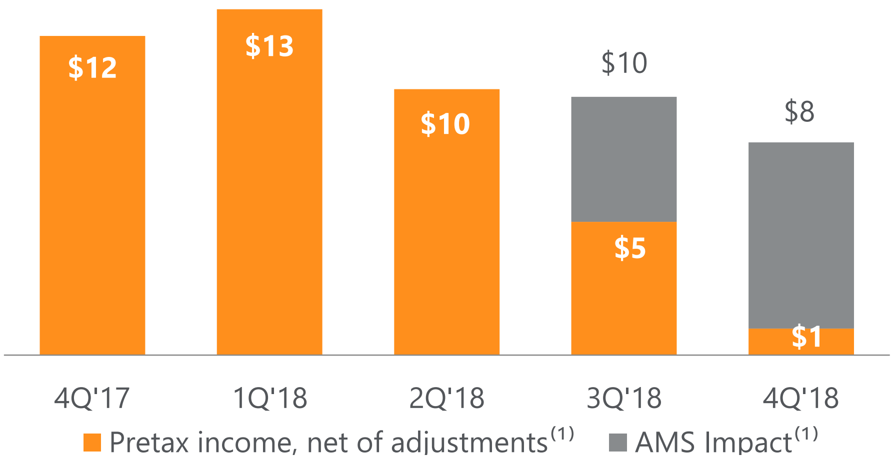




[1] Non-GAAP measure. Please see appendix for reconciliations
Note: Revenue based on locked volume, expenses based on funded volume

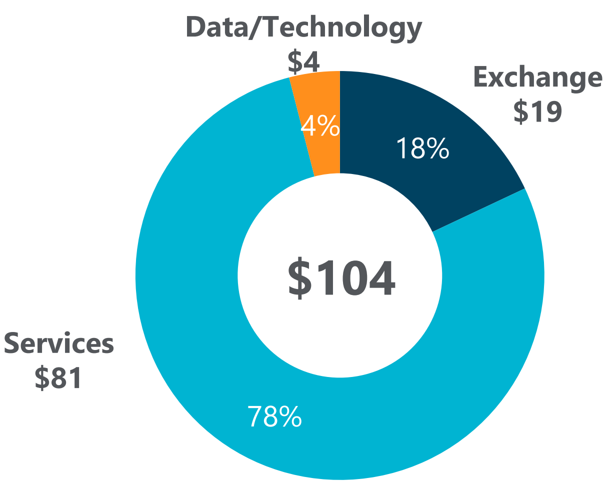
Xome Profits Impacted by AMS Acquisition

Profitability ($ mm's)

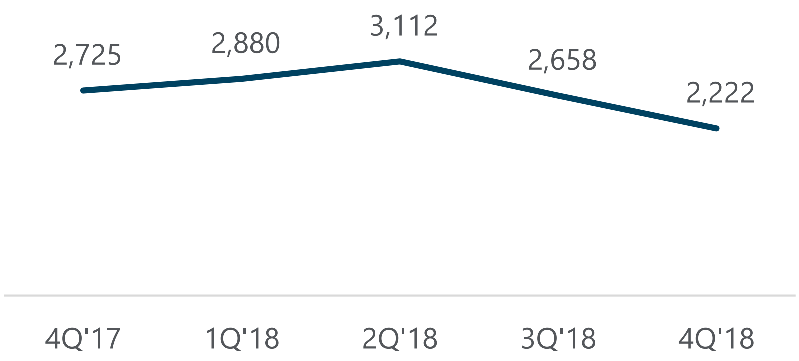


- Xome was impacted by $7 mm from AMS acquisition
- Property listings sold were down 16% q/q and 18% y/y

Revenue Composition ($ mm's)



Exchange Property Listings Sold



(1) *Non-GAAP measure. Please see appendix for reconciliations*

Appendix

Adjusted EBITDA

$mm's	Q4'17	Q1'18	Q2'18	Q3'18	Q4'18
Consolidated GAAP pretax income	$ 58	$ 206	$ 79	$ (42)	$ (178)
Mark-to-market	-	(152)	(19)	(49)	188
Adjustments	8	3	9	148	43
MSR amortization	56	48	48	41	39
Capitalized servicing rights	(52)	(68)	(71)	(65)	(77)
Stock compensation	4	4	4	4	-
Depreciation and amortization	15	15	14	13	12
Corporate debt interest expense	35	35	31	45	54
Other	1	1	1	-	-
Adjusted EBITDA	**$ 125**	**$ 92**	**$ 96**	**$ 95**	**$ 81**

Notes: Adjusted EBITDA calculated consistent with the definition in the corporate indentures for senior unsecured notes maturing in 2023 and 2026.

Tangible Book Value (TBV) Reconciliation

$mm's, except per share data	3Q'18	4Q'18
Stockholders' equity	**$ 2,078**	**$ 1,945**
Goodwill	(3)	(23)
Intangible assets	(117)	(117)
Tangible book value (TBV)	**$ 1,958**	**$ 1,805**
Average diluted sharecount	92.0	90.8
TBV/share	$ 21.29	$ 19.89

Servicing Non-GAAP Reconciliation

$mm's	4Q'17		1Q'18		2Q'18		3Q'18		4Q'18	
	$	Bps	$	Bps	$	Bps	$	Bps	$	Bps
Pretax income	**$ 77**	**5.7**	**$ 220**	**17.4**	**$ 88**	**7.1**	**$ 65**	**5.2**	**$(100)**	**(7.6)**
Mark-to-market (MTM)	-	-	(152)	(12.0)	(19)	(1.5)	(49)	(3.9)	188	14.3
Merger related costs	-	-	-	-	-	-	59	4.7	-	-
Pretax income excluding MTM and merger related costs	**$ 77**	**5.7**	**$ 68**	**5.4**	**$ 69**	**5.6**	**$ 75**	**6.0**	**$ 88**	**6.7**
Project Titan expenses	-	-	-	-	3	0.2	6	0.5	12	0.9
Pretax income excluding MTM, merger related costs, and Titan	**$ 77**	**5.7**	**$ 68**	**5.4**	**$ 72**	**5.8**	**$ 81**	**6.5**	**$ 100**	**7.6**
Average UPB ($B)	536		504		497		500		526	

Origination Non-GAAP Reconciliation

$mm's	4Q'17		1Q'18		2Q'18		3Q'18		4Q'18	
	$	Margin	$	Margin	$	Margin	$	Margin	$	Margin
Revenues	$ 142	3.0%	$ 128	2.6%	$ 133	2.4%	$ 131	2.6%	$ 95	1.9%
Expenses	112	2.2%	109	2.1%	101	1.8%	99	1.9%	84	1.5%
Business shutdown costs	-	0.0%	-	0.0%	-	0.0%	-	0.0%	5	0.1%
Expenses excluding business shutdown costs	112	2.2%	109	2.1%	101	1.8%	99	1.9%	79	1.4%
Pretax income excluding business shutdown costs	**$ 30**	**0.8%**	**$ 19**	**0.5%**	**$ 32**	**0.6%**	**$ 32**	**0.7%**	**$ 16**	**0.5%**
Business shutdown costs	-	0.0%	-	0.0%	-	0.0%	-	0.0%	5	0.1%
Pretax income	**$ 30**	**0.8%**	**$ 19**	**0.5%**	**$ 32**	**0.6%**	**$ 32**	**0.7%**	**$ 11**	**0.4%**
Net locked volume ($B)	4.8		4.9		5.4		5.0		4.9	
Funded volume ($B)	5.2		5.1		5.5		5.1		5.4	

Note: Revenue based on locked volume, expenses based on funded volume

Xome Non-GAAP Reconciliation

$mm's	4Q'17	1Q'18	2Q'18	3Q'18	4Q'18
Pretax income	**$ 12**	**$ 22**	**$ 10**	**$ 4**	**$ (2)**
Business shutdown costs	-	-	-	1	1
Asset sales	(1)	(9)	-	-	(1)
Intangible amortization	1	-	-	0	3
Pretax income, net of adjustments	**$ 12**	**$ 13**	**$ 10**	**$ 5**	**$ 1**
AMS impact	-	-	-	5	7
Pretax income, net of adjustments and AMS impact	**$ 12**	**$ 13**	**$ 10**	**$ 10**	**$ 8**