Onity Group Inc.

CODE OF BUSINESS CONDUCT AND ETHICS

Adopted

November 2, 2002

Last Amended and Approved

September 28, 2026

Glen A. Messina
Chair, President and Chief Executive Officer

Dear Associates:

The good name and reputation of Onity Group Inc. and its subsidiaries ("Onity" or the "Company") are a result of the dedication and hard work of its employees and members of the Board of Directors (the “Board”). Together, we are responsible for preserving and enhancing this reputation, a task that is fundamental to our continued well-being. Our goal is not just to comply with the laws and regulations that apply to our business; we also strive to abide by the highest principles of business ethics.

We set forth in the succeeding pages Onity's Code of Business Conduct and Ethics (''Code''), which has been approved by our Board of Directors. The purpose of the Code is to reinforce and enhance the Company's commitment to an ethical way of doing business. The guidance set forth herein underscores Onity’s long-standing tradition of high ethical standards and should be read in conjunction with the policies and procedures that provide more detailed guidance regarding specific issues.

All employees and members of the Board of the Company are expected to comply with the policies set forth in this Code. Read the Code carefully and make sure that you understand it, the consequences of non-compliance, and the importance of the Code to the success of the Company. If you have any questions, please speak to your supervisor, the Chief Ethics Officer, the Chief Risk and Compliance Officer, and/or the Chief Legal Officer or refer to any of the other resources identified in the Code. The Code cannot and is not intended to cover every applicable law or provide answers to all questions that might arise; for that we must ultimately rely on each person's good sense of what is right, including a sense of when it is proper to seek guidance from others on the appropriate course of conduct.

Onity is committed to providing the best and most competitive service to its customers and to its clients. Adherence to the policies set forth in the Code will help Onity achieve this goal.

Sincerely,

Glen A. Messina
Chair, President and Chief Executive Officer

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I. PUTTING THE CODE OF BUSINESS CONDUCT AND ETHICS TO WORK

A. About the Code of Business Conduct and Ethics

Onity Group Inc. and its subsidiaries ("Onity" or the "Company") are committed to the highest standards of business conduct in our relationships with each other and with our customers/clients, suppliers, shareholders and others. This requires that we conduct our business in accordance with all applicable laws and regulations and in accordance with the highest standards of business ethics. Onity's Code of Business Conduct and Ethics (the "Code") helps each of us in this endeavor by providing a statement of the fundamental principles and key policies and procedures that govern the conduct of our business. Our business depends on the reputation of the Company and its employees for integrity and principled business conduct, and we prohibit retaliation against anyone who makes a good faith report of suspected misconduct.

B. Meeting Our Shared Obligations

This Code applies to the members of our Board of Directors, all Onity employees, and all consultants or contractors serving the Company on a full-time basis (for the purposes of this Code, the term "employee" shall be deemed to include any such consultant or contractor). Each of us is responsible for knowing and understanding the policies and guidelines contained in the following pages. If you have questions, ask them; if you have ethical concerns, raise them. The Chief Ethics Officer, the Chief Risk and Compliance Officer, and the Chief Legal Officer, who are responsible for overseeing and monitoring compliance with this Code, and the other resources set forth in this Code stand ready to answer your questions and provide guidance and are available for you to report suspected misconduct.

II. WE ARE RESPONSIBLE TO OUR COMPANY

Onity employees and members of the Board are expected to dedicate their best efforts to Company business and to avoid any conflicts with the interests of Onity.

A. We Avoid Conflicts of Interests in Our Interactions with the Company

In order to maintain the highest degree of integrity in the conduct of Onity's business and to maintain your independent judgment, you must avoid any activity or personal interest that creates or appears to create a conflict between your interests and the interests of the Company. A conflict of interest occurs when your private interests interfere in any way, or even appear to interfere, with the interests of the Company as a whole. A conflict situation can arise when you take actions or have interests that make it difficult for you to perform your company work objectively and effectively. You should never act in a manner that could cause you to lose your independence and objectivity or that could adversely affect the confidence of our customers/clients, suppliers, vendors, directors or fellow employees in the integrity of Onity or its procedures.

If you become aware of a transaction or arrangement in which Onity and you have an actual or potential conflict of interest, you must disclose that situation to the Chief Legal Officer, and you must recuse yourself from negotiating or voting to approve such transaction or arrangement in accordance with the "Recusal Policy" below.

There are additional restrictions, procedures and exceptions that apply with respect to actual or potential conflicts of interest that are governed by the Related Party Transactions Approval Policy. The provisions of the Related Party Transactions Approval Policy are in addition to those set forth in this Code. To the extent of any inconsistency between this Code and the Related Party Transactions Approval Policy, such policy shall prevail.

Although we cannot list every conceivable conflict, following are some common examples that illustrate actual or apparent conflicts of interest that should be avoided.

1. Improper Personal Benefits from the Company/Corporate Opportunities

You may not accept any benefits arising from your position with the Company that have not been duly authorized and approved pursuant to Company policy and procedure, including any Company loans or guarantees of your personal obligations, and you may not cause or permit improper benefits to be given to your family members, friends, business associates, or any other person.

As employees, officers and directors of Onity, we owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. You may not take for yourself opportunities that are discovered through the use of corporate property, information or position or use corporate property, information or position for personal gain.

2. Financial Interests in Other Businesses

As a general rule, Onity employees and members of the Board may not have an ownership interest in any other enterprise if that interest compromises or appears to compromise the employee's loyalty to Onity. Except as provided below, Onity employees may not own an interest in a company that competes in any material respect with Onity (i.e., a "competitor") or does business with Onity (such as an Onity customer/client, vendor or supplier) without the prior written approval of the Chief Legal Officer. While not every mortgage servicing and lending-related business is *per se* a competitor of the Company, it is your responsibility to consult with the Chief Legal Officer to determine whether any company is a competitor of Onity. Except as provided below, executive officers and members of the Board must obtain the written approval of the Risk and Compliance Committee of the Board of Directors (the "Risk and Compliance Committee") for any such investment. Written approvals may be given via email or reflected in minutes of meetings.

Notwithstanding the foregoing, the following investments shall not be considered conflicts of interest under this Code, and shall not require pre-clearance:

- It is not considered an actual or potential conflict of interest if your only interest in a transaction or arrangement is passively owning less than one percent (1%) of the outstanding common stock in competitors, customers/clients, vendors or suppliers that are listed on a national or international securities exchange so long as such stock is worth less than $250,000. In addition, ownership of any such securities through a mutual or other fund in which you have no influence over the investments made (e.g., ownership of interests in an S&P 500 index fund) is not considered an actual or potential conflict of interest.

In addition, see Section 9, below, for considerations relating to financial interests held by family members.

For the avoidance of doubt, the investment scenarios described above as presumed non-conflicts of interest are not intended to be the only investments acceptable under this Code. If the Risk and Compliance Committee determines, based on the facts and circumstances, that an investment does not constitute an actual conflict of interest and does not appear to interfere with the interests of the Company as a whole, the making or holding of such an investment shall be permissible under this Code. The Risk and Compliance Committee's determination that such an investment is permissible shall not be deemed a waiver of this Code.

3. Business Arrangements with the Company

Onity employees may not participate in a joint venture, partnership or other business arrangement with Onity without prior approval from the Chief Legal Officer. Executive officers and members of the Board must obtain the prior written approval of the Risk and Compliance Committee before participating in such an arrangement.

4. Outside Employment or Activities with a Competitor

Simultaneous employment with or serving as a director of a competitor of Onity is strictly prohibited, as is any activity that is intended to or that you should reasonably expect to advance a competitor's interests. You may not market products or services in competition with Onity's current or potential business activities. It is your responsibility to consult with the Chief Legal Officer to determine whether a planned activity will compete with any of Onity's business activities before you pursue the activity in question.

5. Real Estate Transactions

Neither you nor entities in which you have a financial interest (other than an interest excluded from the definition of "conflict of interest" in Section 2, above) may purchase any investor-owned REO property, as such purchase may result in a potential conflict of interest. In addition, Onity does not allow you to purchase or dispose of Onity-owned real or personal property unless the property is offered to the public by the Company and you obtain prior approval of the Chief Legal Officer. For considerations which may apply to family members engaging in these real estate activities, please see Section 9, below.

6. Outside Use of Real Estate and other Licenses

It shall not be a violation of this Code for an Onity employee to maintain a real estate, mortgage, insurance or related license not required in connection with such person's work on behalf of Onity. However, no Onity employee may use such license in connection with any activities other than his or her Onity professional obligations without the prior approval of the Chief Legal Officer.

7. Outside Employment with a Customer/Client or Vendor or Supplier

Onity employees may not be a customer/client, vendor or supplier or be employed by, serve as a director of or represent a customer/client, vendor or supplier of Onity without prior approval from the Chief Legal Officer. Executive officers and members of the Board must obtain the prior written approval of the Risk and Compliance Committee before participating in such an arrangement. You may not accept money or benefits of any kind as compensation or payment for any advice or services that you may provide to a client, supplier or anyone else in connection with its business with Onity. For the avoidance of doubt, the foregoing shall not prevent your receipt of Onity's services or products where such services or products are provided in the ordinary course of Onity's business on the same terms as they are provided to other individuals (e.g., Onity may service your mortgage).

8. Charitable, Government and Other Outside Activities

The Company encourages all employees to participate in projects and causes that further the public interest. However, Onity employees at the level of Vice President and above must obtain the prior written approval of the Chief Legal Officer before serving as a director or trustee of any charitable, not-for-profit, for-profit, or other entity or before running for election or seeking appointment to any government-related position. In the event the Chief Legal Officer believes that such service by an executive officer poses a potential conflict of interest or reputational risk, the executive officer may take on such service only upon a determination by the Risk and Compliance Committee that it would not pose a conflict of interest or undue risk. Members of the Board must also disclose such intentions in advance to the Chief Legal Officer and obtain the consent of the Risk and Compliance Committee in the event of a potential conflict of interest.

9. Activities and Financial Interests of Family Members

When considering whether you have an actual or apparent conflict of interest, you must also consider the activities and financial interests of your immediate family members. For the purposes of the Code, "immediate family member" means your child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law and any person (other than a tenant or employee) sharing your household.

You may find yourself in a situation where an immediate family member is, or works for, a competitor, customer/client or vendor or supplier of Onity. Factors to be considered include the relationship between Onity and the other company, the nature of your responsibilities as an Onity employee or director and those of the other person, and the access each of you has to your respective employer's confidential information. Such a situation, however harmless it may appear to you, could arouse suspicions among your associates that might affect your working relationships. The very appearance of a conflict of interest can create problems, regardless of the propriety of your behavior. It is important that you do not disclose confidential information inadvertently and the "Recusal Policy" discussed below would apply to any decisions on behalf of Onity that involve the other company.

Similar actual or apparent conflicts of interest may arise if an immediate family member holds a financial interest in an entity that competes with Onity, as described in Section 2, or purchases investor-owned or Onity-owned REO property, either directly or through investments in business entities, as described in Section 5.

You must disclose to the Chief Legal Officer if any immediate family member holds a position with a firm that directly competes or does business with the Company and if that person can influence strategic decisions or interact with individuals in senior positions at that firm. In addition, you must inform the Chief Legal Officer if an immediate family member holds a financial interest in a company that you would not be permitted to hold directly under this Code. Finally, you must also inform the Chief Legal Officer if any immediate family member directly, or through investment vehicles, purchases REO property owned by Onity or by investors. Such situations are not prohibited, but they call for extra sensitivity to security and confidentiality.

10. Recusal Policy

If you become aware of a transaction or arrangement in which Onity and you have an actual or potential conflict of interest, you must disclose that situation to the Chief Legal Officer, and you must recuse yourself from negotiating or voting to approve such transaction or arrangement. The Chief Legal Officer, the Chief Ethics Officer and, if applicable, your immediate supervisor shall be responsible for structuring and coordinating your work responsibilities so as to allow you to be recused from such matters while still performing (to the extent feasible) your work responsibilities. For example, if you are working on a project and have an interest in one aspect only of the project, you would recuse yourself from negotiating or voting to approve that aspect of the project. In the unlikely event that there are any issues with structuring and coordinating any such arrangement, or if the Chief Legal Officer otherwise considers it to be appropriate, the Chief Legal Officer shall refer such situation to the Risk and Compliance Committee which shall consider such matter and instruct management to take any actions it deems to be appropriate.

B. We Avoid Conflicts of Interests in Our Interactions with Third Parties

When you are involved in making business decisions on behalf of the Company, your decisions must be based on uncompromised objectivity of judgment. Employees and members of the Board interacting with any person who has business dealings with Onity (including suppliers, customers/clients, competitors, contractors and consultants) must conduct such activities in the best interest of Onity, using consistent and unbiased standards, and avoid situations in which personal interests may appear to improperly influence outsourcing, purchasing or other business decisions. Please note that the general standard policies of the Company are set forth below; however, management may implement more stringent guidelines, as it deems necessary.

1. Receipt of Gifts and Entertainment

You must not accept any gifts, entertainment or gratuities that could influence or be perceived to influence your business decisions on behalf of the Company or be in a position to derive any direct or indirect benefit or interest from a party having business dealings with the Company. You must never request or ask for gifts, entertainment or any other business courtesies from people doing business with the Company. Unsolicited gifts and business courtesies, including meals and entertainment, are permissible if they are customary and commonly accepted business courtesies, in a reasonable amount

given the location of the employee, and given and accepted without an express or implied understanding that you are in any way obligated by your acceptance of the gift. The Company deems the following to be the maximum amounts permitted under the gift policy: For U.S.-based employees, no gift should exceed USD $125 and for India-based and Philippines-based employees, no gift should exceed the equivalent in local currency of USD $75. Gifts that exceed the above value or are unusual in nature should not be accepted without the prior written approval of the Chief Risk and Compliance Officer. Gifts of cash or cash equivalents (including gift certificates, securities, below-market loans, etc.) in any amount are prohibited and must be returned promptly to the donor.

2. Offering Gifts and Entertainment

When you are providing a gift, entertainment or other accommodation in connection with Company business, you must do so in a manner that is in good taste and without excessive expense. You may not furnish or offer to furnish any gift that is of more than token value or that goes beyond the common courtesies associated with accepted business practices. You should follow the above guidelines for receiving gifts in determining when it is appropriate to give gifts and when prior written approval from the Chief Risk and Compliance Officer is required.

Our suppliers and customers/clients likely have gift and entertainment policies of their own. You must be careful never to provide a gift or entertainment that violates the other company's gift and entertainment policy. What is acceptable in the commercial business environment may be entirely unacceptable in dealings with the government. There are strict laws that govern providing gifts, including meals, entertainment, transportation, and lodging, to government officials and employees. You are prohibited from providing gifts or anything of value to government officials or employees or members of their families in connection with Company business without prior written approval from the Chief Risk and Compliance Officer. For more information, see the section of this Code regarding Interacting with Government.

Giving or receiving any payment or gift in the nature of a bribe or kickback is absolutely prohibited. If you encounter an actual or potential conflict of interest, face a situation where declining the acceptance of a gift may jeopardize an Onity relationship, are requested to pay a bribe or provide a kickback, or encounter a suspected violation of this policy, you must report the situation to the Chief Risk and Compliance Officer immediately. For more information, see the section of this Code regarding Bribery and the Foreign Corrupt Practices Act and the Foreign Corrupt Practices Act Policy.

III. WE ARE RESPONSIBLE TO EACH OTHER

A. We Respect One Another

All employees deserve a workplace where they are respected and appreciated. Everyone who works for the Company must contribute to the creation and maintenance of such an environment, and supervisors and managers have a special responsibility to foster a workplace that supports honesty, integrity, respect and trust. We respect the privacy and dignity of all individuals. Onity collects and maintains personal information that relates to your employment, including medical and benefit information. Special care is taken to limit access to personal information to Company personnel with a need to know such information for a legitimate purpose. Employees who are responsible for maintaining personal information and those who are provided access to such information must not disclose private information in violation of applicable law or in violation of Onity's policies.

Employees should not search for or retrieve items from another employee's workspace without prior approval of that employee or management. Similarly, you should not use communication or information systems to obtain access to information directed to or created by others without the prior approval of management, unless such access is part of your job function and responsibilities at Onity.

Personal items, messages or information that you consider to be private should not be placed or kept in telephone systems, computer or electronic mail systems, office systems, offices, workspaces, desks, credenzas or file cabinets. The

Company reserves all rights, to the fullest extent permitted by law, to inspect such systems and areas and to retrieve information or property from them when deemed appropriate in the judgment of management.

The spreading of rumors or information known not to be true concerning the Company, its officers, or its employees is unethical and unprofessional, causes a loss of productive time and can hurt the Company in the marketplace. Spreading such information with regard to officers or employees of the Company can cause personal hardship and does not support honesty, integrity, respect or trust and is directly contradictory to the Company's corporate values. This type of behavior will not be tolerated and is subject to disciplinary action up to and including termination.

B. We Support Equal Employment Opportunities and Do Not Tolerate Discrimination

The Company is an equal opportunity employer in hiring and promoting practices, benefits and wages. We will not tolerate discrimination against any person on the basis of race, religion, color, sex, gender identity, age, marital status, national origin, ancestry, sexual orientation, pregnancy, genetic information, veteran status or disability, or any other basis prohibited by law in recruiting, hiring, placement, promotion or any other condition of employment.

You must treat all Company people, customers/clients, suppliers and others with respect and dignity. For more information, see the Global Diversity, Equity and Inclusion Policy and the Equal Employment Opportunity and Workplace Accommodation Policy.

C. We Prohibit Harassment In Any Form

The Company absolutely prohibits harassment in any form. The Company is committed to maintaining a work environment free of discrimination and harassment based upon factors such as sex, gender identity, race, color, religion, age, national origin, ancestry, disability, veteran status, marital status, sexual orientation, pregnancy, genetic information or any other employment status protected by applicable law. The Company will not tolerate inappropriate and disrespectful conduct and communication of a sexual or other unlawful discriminatory nature. The Company prohibits all sexual advances, not just those that are unwelcome (guidelines concerning consensual dating and other personal relationships among employees can be found in the Company's Personal Relationship Policy). The Company's No Harassment Policy outlines our commitment to preventing harassment in the workplace.

If you believe that you have been subjected to harassment of any kind, you should promptly report the incident to the Conduct & Ethics Line toll free (1.800.884.0953), the senior-most executive of Human Resources, a manager in the Human Resources Department, the Chief Ethics Officer, and/or the Chief Legal Officer. If you feel comfortable doing so, you may also wish to confront the offender and state that the conduct is unacceptable and must stop; however, you are not required to confront the offender prior to making a complaint. Complaints of harassment, abuse or discrimination will be investigated promptly and thoroughly and will be kept confidential to the extent possible. Onity will not in any way retaliate against any employee for making a good faith complaint or report of harassment or participating in the investigation of such a complaint or report, regardless of who the offender may be, or the offender's relationship to Onity.

This procedure should also be followed if you believe that a non-employee with whom you are required or expected to work has engaged in prohibited conduct. Supervisors must promptly report all complaints of harassment to the senior-most executive of Human Resources, a manager in the Human Resources Department and/or the Chief Legal Officer.

Any employee who is found to be responsible for harassment, or for retaliating against any individual for reporting a claim of harassment or cooperating in an investigation, will be subject to disciplinary action, up to and including termination. Remember that, regardless of legal definitions, Onity expects employees and members of the Board to interact with each other in a professional and respectful manner.

D. We are Committed to Safety in the Workplace

The safety and security of employees and members of the Board is of primary importance. You are responsible for maintaining our facilities free from recognized hazards and obeying all Company safety rules. Working conditions should be maintained in a clean and orderly state to encourage efficient operations and promote good safety practices. To protect yourself and your colleagues, you are required to follow all Company health-related protocols, including any mask and social distancing requirements which may be in effect.

1. Weapons and Workplace Violence

No employee or member of the Board may bring firearms, explosives, incendiary devices or any other weapons into the workplace or any work-related setting, regardless of whether or not such employees or members of the Board are licensed to carry such weapons, except and only to the extent specifically permitted under a state statute allowing firearms secured inside or locked in a motor vehicle. Similarly, Onity will not tolerate any level of violence in the workplace or in any work-related setting. Violations of this policy must be referred to your supervisor and the senior-most executive of Human Resources and/or the Chief Legal Officer immediately. Threats or assaults that require immediate attention should be reported to the police at 911.

2. Drugs and Alcohol

Onity intends to maintain a drug-free work environment. Except at approved Onity functions, you may not use, possess or be under the influence of alcohol on Onity premises. You cannot use, sell, attempt to use or sell, purchase, possess or be under the influence of any illegal drug on Onity premises or while performing Onity business on or off the premises. Onity will accommodate the use of marijuana for medical reasons to the extent required by law; however, employees are always prohibited from working while intoxicated or impaired. For additional information, see the Company's Drug-Free Workplace Policy.

IV. WE PROTECT OUR COMPANY'S INFORMATION AND ASSETS

We each have a duty to protect the Company's assets and ensure their efficient use. We should take measures to prevent damage to and theft or misuse of Company property. When you leave Onity, all Onity property must be returned to the Company. Except as specifically authorized by the Company, all property created, obtained, or compiled by or on behalf of the Company (including customer lists, equipment, reference materials, reports, resources, computer software, data processing systems, databases, and any proprietary information) belongs to the Company and must be used for legitimate business purposes only.

A. We Safeguard our Confidential Information

Employees and members of the Board may learn facts about Onity's business, plans, operations or "secrets of success" that are not known to the general public or to competitors. Sensitive information such as customer/client data, the terms offered or prices charged to particular customers/clients, marketing or strategic plans, internal and external audit reports, customer information and presentations, employee information, data processing programs, product specifications and production techniques are examples of the Company's confidential information or trade secrets. Confidential information includes all non-public information that, if disclosed, might be of use to competitors, or harmful to the Company or its customers. During the course of performing your responsibilities, you may obtain information concerning possible transactions with other companies or receive confidential information concerning other companies, such as our customers/clients, which Onity may be obligated to maintain as confidential.

You must maintain the confidentiality of information entrusted to you by the Company and its customers, except when disclosure is authorized or legally mandated. Employees and members of the Board who possess or have access to confidential information or trade secrets must:

- not use the information for their own benefit or the benefit of persons inside or outside of Onity;

- carefully guard against disclosure of confidential information and trade secrets to anyone outside the Company unless the disclosure is previously authorized by the Chief Legal Officer;

    - For example, you should not discuss such matters with family members or business or social acquaintances or in places where the information may be overheard, such as Ubers, public transportation, elevators or restaurants; also see Section VI regarding information requests.

- not disclose confidential information to another Onity employee unless the employee needs the information to carry out business responsibilities.

Confidentiality Agreements are commonly used when Onity needs to disclose confidential information to suppliers, consultants, joint venture participants or others. A Confidentiality Agreement puts the person receiving confidential information on notice that he or she must maintain the secrecy of such information. If, in doing business with persons not employed by Onity, you foresee that you may need to disclose confidential information, you should contact the Law Department and discuss entering into a Confidentiality Agreement or Non-Disclosure Agreement.

Your obligation to treat information as confidential does not end when you leave Onity. Upon termination of your employment, you must return everything that belongs to Onity, including all documents and other materials containing Company and customer/client confidential information. You must not disclose confidential information to a new employer or to others. For more information, see the End User Computing Governance Policy, the Information Security Handling Operational Procedure, and the Employee Complaints of Accounting, Internal Controls, Auditing and Securities Law Matters Policy.

B. We Carefully Retain our Records

In the course of its business, Onity produces and receives large numbers of documents including electronic records. Numerous laws require the retention of certain Onity documents for various periods of time. The Company is committed to compliance with all applicable laws and regulations relating to the preservation of records. Onity's policy is to identify, maintain, safeguard, and destroy or retain all records in the Company's possession on a systematic and regular basis. Under no circumstances are Company records to be destroyed selectively or to be maintained outside Company premises, designated storage facilities, or Company-approved information systems and electronic devices. On occasion you will be asked to retain records related to a subpoena or pending or contemplated litigation or government investigation. For more information, see the applicable provisions of the Law Department - Regulatory Compliance Policy, the Information Security Policy, and the Records Retention Policy.

C. We Thoughtfully Utilize our Computer and Communication Resources

Onity's computer and communication resources, including computers, voicemail and e-mail, provide substantial benefits, but they also present significant security and liability risks to you and the Company. It is extremely important that you take all necessary measures to comply with Onity’s information security policies and procedures. Onity firewalls routinely prevent users from connecting with certain non-business web sites. Users using Onity computers who discover they have accessed a web site that contains sexually explicit, racist, violent or other potentially offensive material must immediately leave that site. The ability to connect with a specific web site does not indicate that users of Onity systems are permitted to visit that site. Using Onity computers to access personal Internet e-mail sites is prohibited.

Use of Onity information systems to access the Internet for personal purposes may be considered cause for disciplinary action up to and including termination. Limited use of Onity resources for personal emergencies is permitted. All users

of the Internet should be aware that firewalls can create a detailed audit log reflecting transmissions, both in-bound and out-bound.

Use of computer and communication resources must be consistent with all other Company policies, including those relating to harassment, privacy, copyright, trademark, trade secret and other intellectual property considerations.

D. We Accurately Maintain our Company Books and Records

You must complete all Company documents accurately, truthfully and in a timely manner, including all travel and expense reports. You must record the Company's financial activities in compliance with all applicable laws and accounting practices. Making false or misleading entries, records or documentation is strictly prohibited. In addition, you must never make a payment or establish an account on behalf of the Company with the understanding that any part of the payment or account is to be used for a purpose other than as described by the supporting documents.

If you have any reason to believe that any of the Company's books and records are being maintained in a materially inaccurate or incomplete manner, you are required to report this immediately pursuant to the procedure set forth in the Employee Complaints of Accounting, Internal Controls, Auditing and Securities Law Matters Policy. Similarly, you must report all concerns and allegations regarding the appropriateness of accounting, internal controls, auditing or securities law matters, including if you ever feel pressured to prepare, alter, conceal or destroy documents in lieu of standard accounting.

V. WE INTERACT FAIRLY AND HONESTLY WITH THIRD PARTIES

A. We Compete in Accordance with the Law

The way we deal with our customers/clients, competitors and suppliers molds our reputation, builds long-term trust and ultimately determines our success. You must always deal fairly with the Company's customers/clients, suppliers, competitors, directors, and employees. We must never take unfair advantage of others through manipulation, concealment, abuse of privileged information, misrepresentation or any other unfair practice. Any comparisons with the competition used in any public forum or presentation must be presented fairly and accurately.

Onity's efforts in the marketplace must be conducted in accordance with the letter and spirit of applicable antitrust and competition laws. One of the primary goals of such laws is to promote and preserve each competitor's independence when making decisions on price, output and other competitively sensitive factors. Likewise, the applicable laws also prohibit certain relationships with customers and suppliers if these relationships harm competition. For instance, we may not make an agreement with a competitor (even if the agreement is not in writing) to fix prices, restrict output, or divide a market for clients/customers, territories, products or purchases.

In addition, while it is entirely proper for us to gather information about our marketplace, including information about our competitors and their products and services, there are limits to the ways that information should be acquired and used. For instance, we must never attempt to acquire a competitor's trade secrets or other proprietary information through unlawful means, such as theft, spying, or bribery.

The antitrust and competition laws are extremely complex, and the failure to comply with these laws could result in jail terms for individuals and large criminal fines and other monetary penalties for both the Company and individuals. It is important, therefore, to consult with the Law Department before engaging in any conduct that even appears to create the basis for an allegation of wrongdoing.

B. We are Mindful of the Special Rules Regarding our Interaction with Government Officials and Employees

The various branches and levels of government have different laws restricting gifts, including meals, entertainment, transportation and lodging that may be provided to government officials and government employees. You are prohibited from providing gifts, meals or anything of value to government officials or employees or members of their families without prior written approval from the Chief Risk and Compliance Officer.

1. Political Contributions and Activities

The Company encourages employees to participate in the political process as private citizens. However, it is important to separate personal political activity from Onity's activities in order to comply with the complex laws regulating political contributions. Thus, Onity will not reimburse employees for money contributed or time spent campaigning for a political candidate, running for public office, or serving as an elected official. Likewise, employees may not work on behalf of a candidate's campaign during working hours or at any time use Onity's facilities for that purpose. Moreover, certain laws prohibit the use of Company funds, assets, services, or facilities on behalf of a political party or candidate. Actual or proposed payments of corporate funds to any political party, candidate, or campaign may be made or offered only if permitted under applicable law and approved in writing in advance by the Chief Risk and Compliance Officer. Any questions regarding whether contemplated political activity may, or may be seen to, implicate or involve the Company should be directed to the Law Department.

2. Lobbying Activities

Laws of some jurisdictions require registration and reporting by anyone who engages in a lobbying activity. Generally, lobbying includes: (1) communicating with any member or employee of a legislative branch of government for the purpose of influencing legislation; (2) communicating with certain government officials for the purpose of influencing government action; or (3) engaging in research or other activities to support or prepare for such communication.

To avoid breaking the law, you must notify the Law Department before engaging in any activity on behalf of Onity that might be considered "lobbying" as described above.

3. Bribery of Foreign Officials

Company policy, the U.S. Foreign Corrupt Practices Act (the "FCPA"), and the laws of many other countries prohibit Onity and its officers, directors, employees and agents from giving or offering to give money or anything of value to a foreign official, a foreign political party, a party official or a candidate for political office in order to influence official acts or decisions of that person or entity, to obtain or retain business or to secure any improper advantage. A foreign official is an officer or employee of a government or any department, agency or instrumentality thereof, or of certain international agencies, such as the World Bank or the United Nations, or any person acting in an official capacity on behalf of one of those entities. Officials of government-owned corporations are considered to be foreign officials.

Payments need not be in cash to be illegal. The FCPA prohibits giving or offering to give "anything of value." Over the years, many non-cash items have been the basis of bribery prosecutions, including travel expenses, golf outings, automobiles, and loans with favorable interest rates or repayment terms. Indirect payments made through agents, contractors or other third parties are also prohibited. Employees and members of the Board may not avoid liability by "turning a blind eye" when circumstances indicate a potential violation of the FCPA.

The FCPA provides a limited exception for "facilitating" payments, which are payments of small value to effect routine government actions such as obtaining permits, licenses, visas, mail, utilities hook-ups and the like. However, determining what a permissible "facilitating" payment is involves difficult legal judgments. Advanced written approval pursuant to the Company's FCPA Policy must be obtained and documented before making any payment or gift thought to be exempt from the FCPA.

For more information on the topics covered in this section, see the Foreign Corrupt Practices Act Policy.

VI. WE ARE MINDFUL WHEN RESPONDING TO REGULATORY INQUIRIES, INVESTIGATIONS, LITIGATION REQUESTS, AND EXTERNAL REQUESTS FOR INFORMATION

A. Requests for Information and Retention of Documents

Governmental agencies, regulatory organizations, or other third parties may request information about Onity, its customers or others that generally would be considered confidential or proprietary. Inquiries may be received by mail, e-mail, telephone, or personal visit. In the case of a personal visit, demands may be made for the immediate production or inspection of documents. Any calls or personal visits should be directed to the Law Department for guidance. Letter or e-mail inquiries should be forwarded promptly to the Law Department for guidance on an appropriate response.

If you receive such an inquiry or are otherwise notified that you or the Company is the subject of a governmental, regulatory, or third-party investigation, whether in connection with your activities at Onity or at a previous employer, you must notify the Chief Risk and Compliance Officer and the Chief Legal Officer immediately. For more information, see Release of Non-Public Information Policy.

In addition, if you learn of a subpoena or pending or contemplated litigation or government action, you should immediately contact the Chief Legal Officer. You must retain and preserve ***all*** records that may be responsive to the subpoena or relevant to the litigation or the governmental action until you receive guidance from the Law Department. You must not destroy any such records in your possession or control. You must also affirmatively preserve from destruction all relevant records that without intervention would automatically be destroyed or erased (such as e-mails and voicemail messages). Destruction of such records, even if inadvertent, could seriously prejudice the Company. Questions regarding whether a particular record pertains to a pending or contemplated investigation or litigation or may be responsive to a subpoena, or regarding how to preserve particular types of records, should be directed to the Law Department.

B. Responding to Information Requests and Subpoenas

No documents or material containing non-public information may be released to governmental agencies, regulatory organizations, or other third parties without prior approval of the Law Department, unless such information relates to routine licensing and examination activity and is provided under the supervision of the Chief Risk and Compliance Officer in accordance with general guidelines provided by the Law Department. Similarly, you are prohibited from any substantive discussions with any regulatory personnel without prior consultation with, and authorization from, the Law Department, except as provided under applicable whistleblower laws. For more information, see Release of Non-Public Information Policy and Employee Complaints of Accounting, Internal Controls, Auditing and Securities Law Matters Policy.

C. Relationships with Our Accountants and Auditors

Every employee must make open and full disclosure to, and cooperate fully with, our outside accountants and auditors in connection with audit or review of the Company's financial statements. You must not provide an auditor with inaccurate or misleading legal or financial analysis. Further, you must not act in any way which may be perceived as coercing, manipulating, misleading or fraudulently influencing any independent public or certified public accountant engaged in the performance of an audit or review of the Company's financial statements or other business functions.

D. Responding to Inquiries from the Press and Others

Company employees and members of the Board who are not official Company spokespersons may not speak with the press, securities analysts, other members of the financial community, shareholders or groups or organizations as a

Company representative unless specifically authorized to do so pursuant to the procedures set forth in the External Communications and Regulation Fair Disclosure Policy.

You should be aware of situations in which you may be perceived as representing or speaking on behalf of Onity in public (including on social media platforms). You should not make any statements on behalf of Onity or regarding Onity's business, or its customers, unless you are authorized to do so. All public testimonies (as an expert witness or otherwise), publications and speaking engagements related to Onity's business are subject to pre-clearance. Media inquiries, product advisory boards, and requests from customers or suppliers for testimonials or endorsements should be handled in accordance with applicable procedures set forth in the External Communications and Regulation Fair Disclosure Policy.

VII. IMPLEMENTATION OF THE CODE

A. Responsibilities

While each of us is individually responsible for putting the Code to work, we need not go it alone. Onity has a number of resources, people and processes in place to answer our questions and guide us through difficult decisions.

This Code will be available on the Company's Intranet, and at www.onitygroup.com under Shareholder Relations/Corporate Governance. From time to time, officers, directors, employees, agents and independent contractors may be required to successfully complete an examination on the Intranet regarding this Code of Business Conduct and Ethics.

B. Seeking Guidance

This Code cannot provide definitive answers to all questions. If you have questions regarding any of the policies discussed in this Code or if you are in doubt about the best course of action in a particular situation, you should seek guidance from your supervisor, the Chief Ethics Officer, the Chief Legal Officer, the Chief Risk and Compliance Officer or the other resources identified in this Code.

C. Reporting Violations

If you know of or suspect a violation of laws or regulations, the Code, or the Company's related policies, you must immediately report that information to the Conduct & Ethics Line (1.800.884.0953), the senior-most executive of Human Resources, a manager in the Human Resources Department, the Chief Ethics Officer, the Chief Legal Officer and/or the Chief Risk and Compliance Officer. *No one will be subject to retaliation because of a good faith report of suspected misconduct.* However, failure to report a suspected violation of the Code is itself a violation of the Code and could subject you to disciplinary action, up to and including termination.

In addition to reporting violations through the process described in the paragraph above, all employees and members of the Board may fully exercise all rights granted under applicable whistleblowing laws. For more information, see Employee Complaints of Accounting, Internal Controls, Auditing and Securities Law Matters Policy.

D. Investigations of Suspected Violations

All reported violations will be promptly investigated and treated confidentially to the greatest extent possible. It is imperative that reporting persons not conduct their own preliminary investigations. Investigations of alleged violations may involve complex legal issues, and acting on your own may compromise the integrity of an investigation and adversely affect both you and the Company.

E. Discipline for Violations

Onity intends to use every reasonable effort to prevent conduct that violates its Code and to halt any such conduct that may occur as soon as reasonably possible after its discovery. Company personnel who violate this Code and other Company policies and procedures may be subject to disciplinary actions, up to and including termination. In addition, disciplinary measures, up to and including termination, may be taken against anyone who directs or approves infractions or has knowledge of them and does not promptly report and correct them in accordance with Company policies.

F. Waivers of the Code

The Company will waive application of the policies set forth in this Code only where circumstances warrant granting a waiver and then only in conjunction with any appropriate monitoring of the particular situation. Waivers of the Code for directors and executive officers may be made only by the Board as a whole or the Risk and Compliance Committee and must be promptly disclosed as required by law or regulation.

G. No Rights Created

This Code is a statement of the fundamental principles and key policies and procedures that govern the conduct of Onity's business. It is not intended to and does not create any rights in any employee, director, client, supplier, competitor, shareholder or any other person or entity. The Code does not, in any way, constitute an employment contract or an assurance of continued employment.

H. Reminder

Ultimate responsibility to assure that we as a Company comply with the many laws, regulations and ethical standards affecting our business rests with each of us. You must become familiar with and conduct yourself strictly in compliance with those laws, regulations and standards and the Company's policies and guidelines pertaining to them.

ACKNOWLEDGMENT FORM

I have received and read the Onity Code of Business Conduct and Ethics, and I understand its contents. I agree to comply fully with the standards, policies and procedures contained in the Code and the Company's related policies and procedures. I understand that I have an obligation to report to the Chief Ethics Officer and/or the Chief Legal Officer or any of the other resources identified in this Code any suspected violations of the Code of which I am aware. I acknowledge that the Code is a statement of policies for business conduct and does not, in any way, constitute an employment contract or an assurance of continued employment.

_____

Printed Name

_____

Signature

_____

Date