



## **ALTISOURCE PORTFOLIO SOLUTIONS S.A. EXECUTIVE COMMITTEE CHARTER**

### **I. PURPOSE OF THE COMMITTEE**

The function of the Executive Committee of Altisource Portfolio Solutions S.A. (the “Company”) shall be to discharge the responsibilities and act on behalf of the Board of Directors (the “Board”) between meetings of the Board. The Executive Committee shall otherwise assist the Board to handle matters, where, in the opinion of the Chairman of the Board, the handling of these matters should not be postponed until the next scheduled meeting of the Board.

### **II. POWERS AND AUTHORITY**

The Executive Committee shall have and may exercise all the authority of the Board between meetings of the Board and while the Board is not in session, except that the Executive Committee shall not have the authority to:

(a) approve or recommend actions or proposals required by applicable law to be approved by the shareholders;

(b) fill vacancies on the Board or any Committee thereof;

(c) authorize or approve the repurchase of shares of the Company in excess of the authority delegated by the Board to Management, unless the Board has authorized the Executive Committee to do so pursuant to a general formula or method specified by the Board, and provided in all cases that any share repurchases are within the limits of a Share Repurchase Program approved by the Company’s shareholders;

(d) authorize or approve the repurchase of portions of the Company’s debt in excess of the authority delegated by the Board to Management, unless the Board has authorized the Executive Committee to do so pursuant to a general formula or method specified by the Board; or

(e) authorize or approve any action prohibited by the Board or by applicable law, regulation or listing standard.

### **III. MEMBERSHIP AND ORGANIZATION**

The Executive Committee shall consist of two or more directors as designated by the whole Board from time to time. The members of the Executive Committee shall generally be elected by the Board at its first meeting following the Annual Meeting of Shareholders. They shall serve until the earlier of the next election, until their successors are elected or until

their death, resignation or removal, with or without cause, in the discretion of the Board. Vacancies on the Executive Committee shall be filled by a majority vote of the Board at the next meeting of the Board following the occurrence of the vacancy.

#### **IV. MEETINGS**

The Executive Committee shall meet as frequently as circumstances dictate. Unless an Executive Committee Chairperson is elected by the Board, the members of the Executive Committee shall elect a Chairperson by majority vote of the full Executive Committee membership. The Corporate Secretary of the Company (the "Corporate Secretary") shall keep written minutes of the Committee meetings, which minutes shall be maintained by the Corporate Secretary with the books and records of the Company. The Committee shall deliver a report on each of its meetings to the Board, including a description of actions taken by the Committee at the meeting. The report to the Board may take the form of (i) an oral report by the Chairperson of the Committee or any other member of the Committee designated by the Committee to make such report and/or (ii) the written minutes of the meeting.

The Chairperson of the Executive Committee or a majority of the members of the Executive Committee may call a special meeting of the Executive Committee. All actions taken by the Executive Committee must be unanimous.

#### **V. ADVISORS**

The Executive Committee shall have the authority, at the expense of the Company, to retain such independent consulting, legal and other advisors as it shall deem appropriate without management approval.

#### **VI. SELF-EVALUATION**

The Executive Committee will periodically evaluate whether this Charter appropriately addresses the matters that are or should be within its scope, and present any recommended changes to the Board for approval. The Executive Committee will also annually evaluate its performance under the Charter; provided that such performance evaluation shall not be necessary where minimal action was taken by the Executive Committee during the applicable period.

## EXECUTIVE COMMITTEE CHARTER

Adopted .....	22 September 2009
Reviewed and Approved .....	9 March 2012
Reviewed and Approved .....	12 February 2013
Reviewed and Approved .....	11 February 2014
Reviewed and Approved .....	10 February 2015
Amended and Approved .....	11 February 2016
Amended and Approved .....	6 February 2017
Amended and Approved .....	12 February 2018