





**Item 7.01.**

**Regulation FD Disclosure**

On January 15, 2008, Ocwen Financial Corporation (the “Company”) issued a press release announcing that its Board of Directors has received a proposal from a group of investors led by William C. Erbey, Chairman and Chief Executive Officer of the Company, Oaktree Capital Management, L.P. and Angelo, Gordon & Co., L.P. to acquire all of the outstanding shares of the Company for \$7.00 per share in cash. The press release is furnished herewith as Exhibit 99.1.

**Item 9.01.**

**Financial Statements and Exhibits**

(d)

Exhibits

Exhibit No.	Description of Exhibits
<u>99.1</u>	Press Release dated January 15, 2008

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

OCWEN FINANCIAL CORPORATION

Date: January 17, 2008

By: /s/ David J. Gunter

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Name: David J. Gunter  
Title: Senior Vice President,  
Chief Financial Officer  
and Treasurer

**EXHIBIT INDEX**

Exhibit No.	Description of Exhibits
<u>99.1</u>	Press Release dated January 15, 2008

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