

**ALTISOURCE PORTFOLIO SOLUTIONS S.A.**  
**33, boulevard Prince Henri, L-1724 Luxembourg**  
**Grand Duchy of Luxembourg**  
**R.C.S. Luxembourg B 72 391**  
**(the “Company“)**

**NOTICE OF SPECIAL GENERAL MEETING OF SHAREHOLDERS**  
**TO BE HELD ON 18 FEBRUARY 2025**

**NOTICE**

Our special general meeting of the shareholders of the Company (the “**Special Meeting**“) will be held:

**Date:** 18 February 2025

**Time:** 9:30 a.m. Central European Time

**Location:** Altisource Portfolio Solutions S.A.  
33, boulevard Prince Henri, L-1724 Luxembourg  
Grand Duchy of Luxembourg

**AGENDA**

- 1. To approve, for the purpose of complying with the applicable Nasdaq Stock Market listing rules, the issuance by the Board of shares of our common stock, without nominal value (our “common stock”) in exchange for the contribution to Altisource from our lenders of a portion of our out-standing debt;*
- 2. To approve an amendment to the Altisource Portfolio Solutions S.A. 2009 Amended and Restated 2009 Equity Incentive Plan (the “2009 Equity Incentive Plan”) to increase the number of shares of common stock reserved for issuance under the 2009 Equity Incentive Plan by an additional 4.6 million shares from 8,366,667 shares to 12,966,667 shares; and*
- 3. To transact such other business as may properly come before the Special Meeting and any adjournment or postponement thereof.*

**QUORUM AND MAJORITY**

The Special Meeting will validly deliberate on its agenda items if at least 33 1/3% of the Company’s issued share capital is present or represented at the Special Meeting. The resolutions in relation with such agenda items, in order to be validly adopted, must be passed by a majority of the cast votes by the shareholders present or represented.

**RIGHT (BUT NOT THE OBLIGATION) TO PARTICIPATE IN THE SPECIAL MEETING IN PERSON OR VOTE BY PROXY**

Shareholders who cannot attend the Special Meeting in person may be represented by a duly appointed agent and attorney-in-fact and are thus invited to return the power of attorney (a form of which is available on the Company’s website at: <https://www.altisource.com/egm/>) duly signed by an authorized signatory by **14 February 2025 at 6:00 p.m. CEST** at the latest, to the registered office of the Company together with a PDF copy of such duly executed power of attorney to the attention of Gregory J. Ritts at the following email address: [CorporateSecretary@altisource.com](mailto:CorporateSecretary@altisource.com).

Shareholders wishing to attend the Special Meeting must notify the Company of their intention to participate by **14 February 2025 at 6:00 p.m. CEST** at the latest by sending a PDF copy of such written confirmation to the attention of Gregory J. Ritts at the following email address: [CorporateSecretary@altisource.com](mailto:CorporateSecretary@altisource.com).

Only shareholders as of the close of business on the record date will be able to vote at the Special Meeting. In order to be admitted to the Special Meeting, each shareholder will be asked to present proof of share ownership as of the record date and valid government-issued photo identification. If your shares are held in “street name” by a bank or broker, you will also need to obtain a “legal proxy” from the holder of record to vote at the meeting. Even if you plan to attend the Special Meeting, we recommend that you vote your shares in advance of the Special Meeting pursuant to the instructions listed in the accompanying materials so that your vote will be counted if you are unable to attend or are limited to remote attendance.

## **DOCUMENTATION AND INFORMATION**

The following documents and information are available at the registered office of the Company for the shareholders and a copy upon request:

- the present convening notice;
- the draft resolutions of the Special Meeting, which reflects the proposed amendments to the articles of association of the Company;
- the amended and restated 2009 Equity Incentive Plan.
- the power of attorney.

Any such request should be made to [CorporateSecretary@altisource.com](mailto:CorporateSecretary@altisource.com).

## **RIGHT TO HAVE NEW ITEMS ADDED TO THE AGENDA OF THE MEETING**

One or more shareholders holding together at least 10% of the issued share capital of the Company may request that one or more additional items be put on the agenda of the meeting.

Such request(s) must be sent in writing by registered mail and email to:

Altisource Portfolio Solutions S.A.  
33, boulevard Prince Henri, L-1724 Luxembourg, Grand Duchy of Luxembourg  
Attn: Gregory J. Ritts  
Email: [CorporateSecretary@altisource.com](mailto:CorporateSecretary@altisource.com)

Such request(s) must include the text of the new agenda item(s). The request(s) should indicate a mail or e-mail address to which the Company may send an acknowledgement of receipt.

Such requests should be submitted, by registered mail, to the Company by **13 February 2025 at 6 pm CEST** at the latest.

## **FURTHER QUESTIONS**

Shareholders may address all queries with respect to the Special Meeting or request full text of the documents to be presented by email to the following email address: [CorporateSecretary@altisource.com](mailto:CorporateSecretary@altisource.com).

On all related correspondence, kindly indicate the following notice:

*"Special general shareholders' meeting of Altisource Portfolio Solutions S.A."*

By authorization of the Board of Directors,

  
Gregory J. Ritts  
Corporate Secretary

January 30, 2025  
Luxembourg, Grand Duchy of Luxembourg