

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

In the Matter of

**CORELOGIC, INC.,
a corporation.**

File No. 071 0029

**AGREEMENT CONTAINING ORDER TO SHOW CAUSE AND ORDER
MODIFYING ORDER**

The Federal Trade Commission (“Commission”) has initiated an investigation of certain conduct of CoreLogic, Inc. (“CoreLogic” or “Respondent”) related to compliance with its obligations under the Decision and Order that the Commission issued in *In the Matter of CoreLogic, Inc.* Docket No. 4458, on May 20, 2014 (“Order”). The Bureau of Competition and CoreLogic enter into this Agreement Containing Order to Show Cause and Order Modifying Order (“Modification Agreement”) to resolve the allegations in the Order to Show Cause through a proposed Order Modifying Order (“Modifying Order”), which is attached, to present to the Commission.

IT IS HEREBY AGREED by and between Respondent, by its duly authorized officer and attorney, and counsel for the Commission that:

1. Respondent is a corporation organized, existing and doing business under and by virtue of the laws of the State of Delaware, with its office and principal place of business located at 40 Pacifica, Irvine, California, 92618-7471.
2. Respondent waives:
 - a. any further procedural steps;
 - b. the requirement that the Commission’s Modifying Order, attached hereto and made a part hereof, contain a statement of findings of fact and conclusions of law;
 - c. its rights under the show cause procedures set forth in Section 3.72(b) of the Commission’s Rules of Practice, 16 C.F.R. §3.72(b);
 - d. all rights to seek judicial review or otherwise to challenge or contest the validity of the Modifying Order entered pursuant to this Modification Agreement; and

- e. any claim under the Equal Access to Justice Act.
3. This Modification Agreement is for settlement purposes only.
 4. Respondent shall continue to file verified written reports every 60 days as required by Paragraph VI.A.(1)(a) of the Order until the Modifying Order is final. Respondent shall provide sufficient information and documentation to enable the Commission to determine independently whether the Respondent is in compliance with the Order and, when final, the Modifying Order.
 5. Each compliance report submitted pursuant to Paragraph 4 above shall be verified by a notarized signature or sworn statement of the Chief Executive Officer or other officer or employee of the Respondent specifically authorized to perform this function, or self-verified in the manner set forth in 28 U.S.C. § 1746. Commission Rule 2.41(a), 16 C.F.R. § 2.41(a), requires that the Commission receive an original and two copies of each compliance report. Respondent shall file a paper original of each compliance report with the Secretary of the Commission and electronic copies of each compliance report with the Secretary at ElectronicFilings@ftc.gov, and with the Compliance Division at bccompliance@ftc.gov. In addition, Respondent shall provide a copy of each compliance report to the Monitor appointed by the Commission in this matter.
 6. This Modification Agreement shall not become part of the public record of the proceeding unless and until the Commission accepts the Modification Agreement. If the Commission accepts this Modification Agreement, the Commission will place it, together with the proposed Modifying Order and an explanation of the provisions of the proposed Modifying Order, and any other information that may help interested persons understand the Modifying Order on the public record for the receipt of comments for thirty days. The Commission thereafter may either withdraw its acceptance of this Modification Agreement and so notify Respondent, in which event it will take such action as it may consider appropriate, or issue and serve the Modifying Order, in disposition of the proceeding.
 7. If the Commission accepts the agreement, further proceedings will be governed by 16 C.F.R. §2.34.
 8. The Modifying Order shall become final upon service. Delivery of the Modifying Order to Respondent by any means provided in Commission Rule 4.4(a), 16 C.F.R. § 4.4(a), including, but not limited to, delivery to United States counsel for Respondent identified in this Modification Agreement, shall constitute service to Respondent. Respondent waives any rights it may have to any other manner of service. Respondent also waives any rights it may otherwise have to service of any Appendices attached or incorporated by reference into the Modifying Order, if Respondent is already in possession of such Appendices, and agrees that it is bound to comply with and will comply with the Modifying Order to the same extent as if it had been served with copies of the Appendices.

9. The Order to Show Cause may be used in construing the terms of the Order and Modifying Order.
10. No agreement, understanding, representation, or interpretation not contained in the Modifying Order, the Order, or this Modification Agreement may be used to vary or contradict the terms of the Modifying Order.
11. By signing this Modification Agreement, Respondent represents and warrants that:
 - a. it can fulfill all the terms of and accomplish the full relief contemplated by the Modifying Order; and
 - b. all parents, subsidiaries, affiliates, and successors necessary to effectuate the full relief contemplated by this Modification Agreement are parties to this Modification Agreement and are bound as if they had signed this Modification Agreement and were made parties to this proceeding, or are within the control of parties to this proceeding and the Modifying Order.
12. Respondent has read the draft of the Modifying Order. Respondent agrees to comply with the terms of the proposed Modifying Order from the date it signs this Modification Agreement. When final, the Modifying Order shall have the same force and effect and may be altered, modified, or set aside in the same manner and within the same time as provided by statute for other orders. Respondent further understands that it may be liable for civil penalties in the amount provided by law for each violation of the Modifying Order.
13. Respondent understands that, so long as it complies with its obligations in the proposed Modifying Order and continues to comply in the future with any outstanding obligations under the Order, the Commission will not take any further enforcement action with respect to conduct that occurred prior to the date Respondent signs this Modification Agreement.

CORELOGIC, INC.

By: Frank D. Martell
President and Chief Executive Officer
CoreLogic, Inc.

Dated: _____

Courtney Dyer
O'Melveny & Myers LLP
Counsel for CoreLogic, Inc.

Dated: _____

FEDERAL TRADE COMMISSION

By: Susan Huber
Attorney
Bureau of Competition

Roberta Baruch
Acting Assistant Director
Bureau of Competition

Marian Bruno
Deputy Director
Bureau of Competition

D. Bruce Hoffman
Acting Director
Bureau of Competition

Dated: _____