

Altisource Portfolio Solutions S.A.  
Form 8-K/A  
October 11, 2011

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K/A  
(Amendment No. 1)**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 18, 2011**

**ALTISOURCE PORTFOLIO SOLUTIONS S.A.**  
(Exact name of registrant as specified in its charter)

<b>Luxembourg</b> (State or other Jurisdiction of Incorporation)	<b>001-34354</b> (Commission File Number)	<b>N/A</b> (IRS Employer Identification No.)
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**291, route d'Arlon**  
**L-1150 Luxembourg**  
**Grand Duchy of Luxembourg**  
(Address of Principal Executive Offices) (Zip Code)  
Registrant's telephone number, including area code: **+352 24 69 79 00**

**N/A**  
(Former name or former address if changed since last report.)  
Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



### **Explanatory Note**

This current report on Form 8-K/A is being filed as an amendment (“Amendment No. 1”) to the Form 8-K dated May 23, 2011 (the “Original 8-K”) filed by Altisource Portfolio Solutions S.A. (the “Company”), and updates disclosures made under Item 5.07. Submission of Matters to a Vote of Security Holders regarding the results from the Company’s Annual Meeting of Shareholders held on May 18, 2011 (the “2011 Annual Meeting”). Except as specifically provided herein, this Amendment No. 1 does not amend the Original 8-K in any way and does not modify or update any other disclosures contained in the Original 8-K. This Amendment No. 1 supplements and does not supersede the Original 8-K. Accordingly, this Amendment No. 1 should be read in conjunction with the Original 8-K.

#### **Item 5.07. Submission of Matters to a Vote of Security Holders**

In a non-binding advisory vote on the frequency of the advisory vote on the compensation paid to the Company’s named executive officers (“Say-on-Pay”) held at the 2011 Annual Meeting, the Company’s shareholders cast the highest number of votes for the holding of Say-on-Pay votes every three years. In light of this result and other factors considered by the Company’s Board of Directors (the “Board”), the Board has determined that the Company will hold a Say-on-Pay vote once every three years until the Board otherwise determines that a different frequency is in the best interests of the Company. The next non-binding advisory vote regarding the frequency of Say-on-Pay votes is required to be held no later than the Company’s 2017 Annual Meeting of Shareholders, although an earlier vote regarding the frequency of Say-on-Pay votes may be held at the discretion of the Board.

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SIGNATURES

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

By: /s/ Robert D. Stiles  
Chief Financial Officer

Date: October 11, 2011

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