

CORELOGIC, INC.
Form DEF 14A
April 18, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as Permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under § 240.14a-12

CORELOGIC, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other than the Registrant)

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April 18, 2011

Dear Fellow Stockholder,

You are cordially invited to attend our annual meeting of stockholders at 2 p.m., Pacific time, on May 19, 2011, at the executive offices of CoreLogic, Inc., located at 4 First American Way, Santa Ana, California 92707.

With this letter, we are including the notice for the annual meeting, the proxy statement and the proxy card. We are also including a copy of our 2010 Annual Report. A map and directions to our executive offices can be found on the inside back cover of the proxy statement.

We have made arrangements for you to vote your proxy over the Internet or by telephone, as well as by mail with the traditional proxy card. The proxy card contains instructions on these methods of voting.

Your vote is important. Whether or not you plan on attending the annual meeting on May 19, 2011, we hope you will vote as soon as possible.

Thank you very much for your continued interest in CoreLogic, Inc.

Anand K. Nallathambi

President and Chief Executive Officer

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To be Held on May 19, 2011

The annual meeting of stockholders of CoreLogic, Inc., a Delaware corporation (our Company), will be held at 2 p.m., Pacific time, on May 19, 2011, at the executive offices of the Company, located at 4 First American Way, Santa Ana, California 92707, for the following purposes:

1. To elect the six persons named in the accompanying proxy statement to serve on our board of directors until the next annual meeting or until their successors are duly elected and qualified;
2. To approve the CoreLogic, Inc. 2011 Performance Incentive Plan;
3. To conduct an advisory vote on the compensation of our named executive officers;
4. To conduct an advisory vote on the frequency of an advisory vote on the compensation of our named executive officers;
5. To ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2011; and

6. To transact such other business as may properly come before the meeting or any postponements or adjournments thereof. Only stockholders of record at the close of business on March 21, 2011, are entitled to notice of the annual meeting and an opportunity to vote at the annual meeting.

CoreLogic, Inc.'s notice of annual meeting and proxy statement, Annual Report and other proxy materials are available at <http://investor.corelogic.com>.

We hope you will attend the meeting to vote in person. However, if you are unable to attend the meeting and vote in person, please submit a proxy as soon as possible, so that your shares can be voted at the meeting in accordance with your instructions. You may submit your proxy (1) over the Internet, (2) by telephone, or (3) by mail. For specific instructions, please refer to the questions and answers commencing on page 2 of the proxy statement and the instructions on the proxy card.

Stergios Theologides

Senior Vice President, General Counsel

and Secretary

Santa Ana, California

April 18, 2011

PROXY STATEMENT

Solicitation of Proxies by the Board of Directors

CoreLogic, Inc.'s Notice of Annual Meeting and Proxy Statement,

Annual Report and other proxy materials are available at

<http://investor.corelogic.com>

Our board of directors (the Board) is soliciting proxies from holders of our shares of common stock for use at the annual meeting of stockholders to be held on May 19, 2011, at 2 p.m., Pacific time. The meeting will be held at the executive offices of CoreLogic, Inc., a Delaware corporation (the Company or CoreLogic), located at 4 First American Way, Santa Ana, California 92707. We have included a map and directions to our executive offices on the inside back cover of the proxy statement for your convenience.

We are mailing this proxy statement and the enclosed proxy card, notice of annual meeting and 2010 Annual Report to our stockholders on or about April 18, 2011. In lieu of a proxy card, holders of shares held in street name through a bank, broker or other nominee are receiving a voting instruction form from their bank, broker or other nominee. As used herein, references to proxy or proxy card also refer to the voting instruction form provided to street name holders.

QUESTIONS AND ANSWERS

Why have I been sent these proxy materials?

Our Board has sent you this proxy statement and the accompanying proxy card to ask for your vote, as a stockholder of our Company, on certain matters that will be voted on at the annual meeting of stockholders to be held on May 19, 2011.

What matters will be voted on at the meeting?

the election of the six persons named in this proxy statement to serve on the Board until the next annual meeting or until their successors are duly elected and qualified;

the approval of the CoreLogic, Inc. 2011 Performance Incentive Plan;

an advisory vote on the compensation of our named executive officers;

an advisory vote on the frequency of an advisory vote on the compensation of our named executive officers;

the ratification of the selection of PricewaterhouseCoopers LLP (PwC) as the Company's independent registered public accounting firm for the 2011 fiscal year; and

any other business as may properly come before the meeting or any postponements or adjournments thereof.

At the time this proxy statement was mailed, our management and the Board was not aware of any other matters to be presented at the annual meeting other than those set forth in this proxy statement and in the notice accompanying this proxy statement, nor have we received notice of any matter by the deadline prescribed by the Securities and Exchange Commission (the SEC) Rule 14a-4(c). Without limiting our ability to apply the advance notice provisions in our bylaws with respect to the procedures which must be followed for a matter to be properly presented at an annual meeting, if other matters should properly come before the meeting, the proxy holders will vote on such matters in accordance with their best judgment.

Who may attend the annual meeting?

You are invited to attend the annual meeting of stockholders of CoreLogic if you are a stockholder of record or beneficial owner as of March 21, 2011. If you are a stockholder of record, you must bring proof of identification. If you hold your shares through a broker, bank or similar organization, you will need to provide proof of ownership either a copy of the voting instruction form provided by your broker or a copy of a brokerage statement showing your share ownership as of March 21, 2011 and proof of identification.

Who is entitled to vote?

Stockholders of record as of the close of business on March 21, 2011, the record date, or those with a valid proxy from a bank, broker or similar organization that held our shares on the record date are entitled to vote on the matters to be considered at the annual meeting.

Who is a stockholder of record?

A stockholder of record is a person or entity whose name appears as an owner of one or more shares of our common stock on the records of our transfer agent as of its close of business on the record date.

How many shares are entitled to vote at the meeting?

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As of the record date, 115,663,509 of our shares of common stock were issued, outstanding and entitled to vote at the meeting.

How many votes do I have?

Each share of CoreLogic common stock is entitled to one vote on each proposal to be voted on at the annual meeting.

What is the separation transaction?

Before June 1, 2010, we operated as The First American Corporation (FAC). On June 1, 2010, we completed a transaction that spun-off our financial services businesses (the Separation), including our title insurance business, into a new publicly traded, New York Stock Exchange-listed company called First American Financial Corporation (FAFC). FAC completed the Separation through a distribution (the Distribution) of all the outstanding shares of FAFC, to the holders of FAC 's common shares, par value \$1.00 per share as of May 26, 2010. In connection with the Separation, we transferred ownership of the First American name, trademarks and trading symbol FAF to FAFC. We then changed our name to CoreLogic, Inc. and our trading symbol to CLGX.

FAC was originally incorporated in California in 1894 and was reincorporated in Delaware on June 1, 2010. On May 18, 2010, the shareholders of FAC approved a separate transaction pursuant to which FAC changed its place of incorporation from California to Delaware. To effect FAC 's reincorporation in Delaware, FAC and CoreLogic, which was a wholly owned subsidiary of FAC incorporated in Delaware, entered into an agreement and plan of merger pursuant to which FAC merged with and into CoreLogic with CoreLogic continuing as the surviving corporation.

Who are the director nominees?

The six director nominees are:

J. David Chatham
Anand K. Nallathambi
Thomas C. O'Brien

D. Van Skilling
David F. Walker
Mary Lee Widener

What is the voting requirement to approve each of the proposals?

Proposal 1 Election of Directors: Each nominee for director shall be elected if he or she receives the majority of votes cast with respect to such director. A majority of votes cast means that the number of votes FOR a director nominee must exceed the number of votes AGAINST that director nominee. In the event that the number of director nominees exceeds the number of directors to be elected, which is a situation that we do not anticipate, directors will be elected by a plurality of the shares represented in person or by proxy and entitled to vote on the election of directors.

Proposal 2 Approval of the CoreLogic, Inc. 2011 Performance Incentive Plan: The CoreLogic, Inc. 2011 Performance Incentive Plan will be approved if the affirmative vote of the holders of a majority in voting power of the common stock entitled to vote at the annual meeting, present in person or represented by proxy, is received.

Proposal 3 Advisory Vote on the Compensation of CoreLogic 's Named Executive Officers: The advisory vote regarding the compensation of CoreLogic 's named executive officers will be approved if the affirmative vote of the holders of a majority in voting power of the common stock entitled to vote at the annual meeting, present in person or represented by proxy, is received.

Proposal 4 Advisory Vote on the Frequency of an Advisory Vote on the Compensation of CoreLogic 's Named Executive Officers: The advisory vote regarding the frequency of an advisory vote on the compensation of CoreLogic 's named executive officers will be determined by a plurality of the shares of common stock entitled to vote at the annual meeting, present in person or represented

by proxy, which means that we will consider stockholders to have expressed a non-binding preference for the option EVERY YEAR, EVERY TWO YEARS or EVERY THREE YEARS that receives the highest number of favorable votes.

Proposal 5 Ratification of the Selection of PwC as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2011: The appointment of PwC as the Company's independent registered public accounting firm will be ratified if the affirmative vote of the holders of a majority in voting power of the common stock entitled to vote at the annual meeting, present in person or represented by proxy, is received.

If you are a beneficial owner and do not provide the stockholder of record with voting instructions, your shares may constitute broker non-votes (see What is a broker non-vote and how is it treated? below).

What happens if the Company's choice of PwC as the Company's independent registered public accounting firm is not ratified by the Company's stockholders?

If the Company's stockholders do not ratify PwC as the Company's independent registered public accounting firm for the 2011 fiscal year, the audit committee of the Board (the Audit Committee) will reconsider its choice of PwC as the Company's independent registered public accounting firm and may retain a different independent registered public accounting firm; however, the Audit Committee may nonetheless determine that it is in the Company's, and its stockholders', best interests to retain PwC as the Company's independent registered public accounting firm. Additionally, even if the Company's stockholders ratify the Audit Committee's selection of PwC as the Company's independent registered public accounting firm, the Audit Committee may at any time determine that it is in the Company's, and its stockholders', best interests to retain a different firm.

How do I vote?

You may vote on matters that properly come before the meeting in one of four ways:

You may vote by mail.

You do this by signing and dating the proxy card and mailing it in the enclosed, prepaid and addressed envelope within the required time. If you mark your voting instructions on the proxy card, your shares will be voted as you instruct.

You may vote by telephone.

You do this by following the instructions accompanying the proxy card. If you submit your proxy by telephone, your shares will be voted as you instruct. You do not have to separately mail in your proxy card. Some stockholders may not be able to submit their proxy by telephone.

You may vote on the Internet.

You do this by following the instructions accompanying the proxy card. If you submit your proxy on the Internet, your shares will be voted as you instruct. You do not have to separately mail in your proxy card. Some stockholders may not be able to submit their proxy on the Internet.

You may vote in person at the meeting.

You can vote in person at the meeting. However, if you hold your shares in street name (in the name of a bank, broker or other nominee), you must request and receive, prior to the meeting, a legal proxy from the record owner of your shares giving you the right to vote your shares at the meeting and you must present the legal proxy at the meeting in order to vote your shares.

What happens if I sign and return my proxy card, but don't mark my votes?

Parker S. Kennedy, Executive Chairman, or Stergios Theologides, Senior Vice President, General Counsel and Secretary, will vote your shares in the manner recommended by the Company's Board.

Can I revoke my proxy?

You have the power to change or revoke your proxy at any time before the polls close at the meeting. You may do this by:

signing and returning another proxy card with a later date;

if you are a stockholder of record, submitting written notice of your revocation to Stergios Theologides, Senior Vice President, General Counsel and Secretary, at our mailing address on the cover page of this proxy statement;

submitting your proxy by telephone or on the Internet (only your latest proxy submitted is counted); or

voting in person at the meeting, provided that if your shares are held in street name (in the name of a bank, broker or other nominee), you have obtained a legal proxy from your bank, broker or nominee giving you the right to vote your shares at the meeting.

Attendance at the meeting will not by itself constitute revocation of a proxy.

Please note that any change to your proxy that is provided by telephone or the Internet must be submitted by 12:00 p.m. Central time on May 18, 2011.

What happens if my shares are held under the name of a broker?

If your shares are held in street name, your broker, under certain circumstances, may vote your shares. Brokers have authority under New York Stock Exchange (NYSE) rules to vote their clients' unvoted shares on certain routine matters. We believe that the proposal to ratify the selection of the Company's independent registered public accounting firm is a routine matter under the NYSE rules. If you do not submit your proxy, your broker has discretion to either:

vote your shares on routine matters; or

leave your shares unvoted.

Under NYSE rules, if you hold your shares in street name and you do not submit your proxy to your broker, your broker will not have discretion to vote your shares on any non-routine matters. The following proposals are considered non-routine under the NYSE rules:

the election to the Board of the six nominees named in this proxy statement;

the proposal to approve the CoreLogic, Inc. 2011 Performance Incentive Plan;

the proposal regarding the advisory vote on compensation of our named executive officers; and

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the proposal regarding the frequency with which an advisory vote on compensation of our named executive officers should be held. Accordingly, we encourage you to provide voting instructions to your broker so that your shares will be voted at the meeting on all proposed matters.

Who will count the votes?

Wells Fargo Bank, N.A. (Wells Fargo) will serve as the inspector of elections and will tabulate the vote.

For those stockholders who hold shares pursuant to the Company's 401(k) Savings Plan (the "401(k) Plan"), Fidelity Management Trust Company ("Fidelity"), acts as trustee for shares held in the 401(k) Plan. The 401(k) Plan governing documents require Fidelity, as trustee, to vote the shares as directed by the plan participants for whose benefit the shares are held. The transfer agent, Wells Fargo, will tabulate the voting directions of all participants who provide such directions to Fidelity. Neither Wells Fargo nor Fidelity will provide the individual or aggregate participant voting directions to the Company, unless otherwise required by law. Shares for which no direction is received by Fidelity from the participants are voted in the same proportion as are the shares for which directions are received. Fidelity's address is 82 Devonshire Street, Boston, Massachusetts 02109.

What does it mean if I get more than one proxy card?

It means that you have multiple accounts at the transfer agent and/or with brokers. Please sign and return all proxy cards to ensure that all your shares are voted.

How can I obtain an additional proxy card?

If you lose, misplace or otherwise need to obtain a proxy card, and you are a stockholder of record, contact CoreLogic Investor Relations by mail at 4 First American Way, Santa Ana, California 92707 or by telephone at (703) 610-5410, or, if you are a beneficial owner of shares held indirectly through a broker, bank or similar organization, contact your account representative at that organization.

What constitutes a quorum?

A quorum refers to the number of shares that must be represented at a meeting in order to lawfully conduct business. A majority of the outstanding shares of common stock entitled to vote at the annual meeting, present in person or represented by proxy, will constitute a quorum at the meeting. Without a quorum, no business may be transacted at the annual meeting. However, whether or not a quorum exists, a majority of the shares represented at the annual meeting, either in person or by proxy, may adjourn the annual meeting to another date, time and place. Abstentions and broker non-votes (defined below) will be counted for the purpose of determining the presence or absence of a quorum for the transaction of business.

What is a broker non-vote and how is it treated?

A broker non-vote occurs with respect to a proposal if the proposal is considered non-routine under applicable NYSE rules (as described above) and the broker has not received voting instructions from a beneficial owner and therefore does not have the discretionary authority to vote shares held by the beneficial owner with respect to such proposal. Broker non-votes are treated as present for purposes of establishing the presence or absence of a quorum, but will not be considered shares entitled to vote on the proposal and will not be treated as affirmative or opposing votes. The proposal to ratify the appointment of PwC as our independent registered public accounting firm is considered routine and therefore may be voted upon by your broker if you do not give instructions to your broker. As described above, the election of directors, the approval of the CoreLogic, Inc. 2011 Performance Incentive Plan, the advisory vote on executive compensation and the frequency with which an advisory vote on executive compensation should be held are non-routine matters. Accordingly, if your shares are held in street name and you do not submit voting instructions to your broker, your shares will not be counted in determining the outcome of the election of director nominees, the approval of the CoreLogic, Inc. 2011 Performance Incentive Plan, or the proposals regarding the advisory vote on executive compensation and the frequency with which an advisory vote on executive compensation should be held at the annual meeting.

How are abstentions treated?

For the election of directors, you may vote FOR, AGAINST, or ABSTAIN with respect to each director nominee. If you elect to abstain from the election of directors, the abstention will not have

any effect on the election of directors. In tabulating the voting results for the election of directors, only FOR and AGAINST votes are counted.

For purposes of the proposals regarding the CoreLogic, Inc. 2011 Performance Incentive Plan, the advisory vote on executive compensation and the ratification of PwC as our independent registered public accounting firm abstentions are treated as present and entitled to vote, but are not treated as votes cast on a proposal. Therefore, with respect to these three proposals, abstentions are treated as votes AGAINST.

For purposes of the advisory vote on the frequency of the advisory vote on executive compensation, you may vote for EVERY YEAR, EVERY TWO YEARS, EVERY THREE YEARS or ABSTAIN. If you elect to abstain from voting on this proposal, the abstention will not have any effect on the advisory vote.

What percentage of stock do the directors and executive officers own?

As of the record date, they owned approximately 3.6% of our shares of common stock in the aggregate. See pages 24 through 26 for more details.

When are stockholder proposals for our next annual meeting due in order to be included in the proxy statement?

We will consider proposals submitted by stockholders for inclusion in the proxy statement for the annual meeting to be held in 2012 if they are received no later than December 20, 2011. A stockholder proposal or nomination for director that is received after this date will not be included in our proxy statement and proxy, but will otherwise be considered at the 2012 annual meeting of stockholders so long as it is submitted to the Company's secretary no earlier than January 20, 2012 and no later than February 19, 2012. These dates assume that the date of our next annual meeting will not be advanced or delayed by more than 30 calendar days from the one year anniversary of the date of the current annual meeting. See pages 76 and 77 for more details.

Who is paying the cost of preparing, assembling and mailing the notice of the annual meeting of stockholders, proxy statement and form of proxy, and the solicitation of the proxies?

The Company will pay the costs associated with the preparation, assembly and mailing of the notice of annual meeting of stockholders, proxy statement and form of proxy, as well as the cost of soliciting proxies relating to the annual meeting. We will also pay brokers and other nominees for the reasonable expenses of forwarding solicitation materials to their customers who own shares of our common stock.

Who may solicit proxies?

In addition to this proxy statement, our directors, officers and other regular administrative employees may solicit proxies. None of them will receive any additional compensation for such solicitation. Alliance Advisors, L.L.C., 200 Broadacres Drive, 3rd Floor, Bloomfield, NJ 07003 has been engaged by the Company to solicit proxies at an estimated cost of \$12,000 plus reimbursement of reasonable expenses.

How will solicitors contact me?

People soliciting proxies may contact you in person, by mail, by telephone, by e-mail or by facsimile.

How do I obtain a separate set of proxy materials if I share an address with other stockholders?

To reduce expenses, in some cases, we are delivering one set of proxy materials to certain stockholders who share an address, unless otherwise requested. A separate proxy card is included in the proxy materials for each of these stockholders. If you reside at an address and wish to receive a separate copy of the proxy materials, including our Annual Report, you may contact CoreLogic Investor Relations by mail at 4 First American Way, Santa Ana, California 92707, or by telephone at (703) 610-5410. You may also contact CoreLogic Investor Relations if you would like to receive separate proxy materials in the future or if you are receiving multiple copies of our proxy materials and would like to receive only one copy in the future.

Does our Board have any recommendations with respect to the listed proposals?

Our Board recommends you vote **FOR** : (1) all of the nominees for director; (2) the approval of the CoreLogic, Inc. 2011 Performance Incentive Plan; (3) the approval, on an advisory basis, of the compensation of our named executive officers; (4) the **EVERY YEAR** frequency of an advisory vote on the compensation of our named executive officers; and (5) the ratification of PwC as our independent registered public accounting firm for the 2011 fiscal year.

Where can I find the voting results of the Annual Meeting?

We will announce preliminary voting results at the annual meeting and will publish final results in a Current Report on Form 8-K that we expect to file with the SEC within four business days of the annual meeting. If final voting results are not available to us in time to file a Form 8-K with the SEC within four business days after the annual meeting, we intend to file a Form 8-K to disclose preliminary voting results and, within four business days after the final results are known, we will file an additional Form 8-K with the SEC to disclose the final voting results.

Additionally, we will announce our determination with respect to the frequency of the advisory vote on compensation of our named executive officers on a Form 8-K filed with the SEC within 150 days after the date of our annual meeting. In lieu of filing a Form 8-K, we may include this information in a periodic report filed within the time period a Form 8-K would be required.

PROPOSAL 1. Election of Directors

The Company's bylaws require that directors be elected annually and the Company's Amended and Restated Certificate of Incorporation provides that the Board shall consist of such number of directors as is determined from time to time exclusively by resolution adopted by the affirmative vote of a majority of the directors then in office. At present, our Board consists of nine directors. Effective upon the election of directors at the annual meeting, the Board will be reduced to six directors. The Board has determined not to nominate Parker S. Kennedy, Matthew B. Botein and Christopher V. Greetham to the Board. When determining not to nominate Mr. Kennedy, the Board and Mr. Kennedy considered the potential for conflicts of interest that could arise from his concurrent role as Executive Chairman of the Company and Executive Chairman and Chairman of the Board of FAFC. The Board has nominated the six individuals below for election at the meeting. The six nominees will be elected to the Board by a majority of votes cast with respect to such director nominee in uncontested elections, to serve until the next annual meeting or as soon thereafter as their successors are duly elected and qualified. In a contested election, where the number of nominees for director exceeds the number of directors to be elected, directors are elected by a plurality of shares represented in person or by proxy at any such meeting and entitled to vote on the election of directors. Under the Company's Corporate Governance Guidelines, if a nominee for director who was in office prior to the election is not elected by a majority of votes cast, the director must promptly tender his or her resignation from the Board, and the Nominating and Corporate Governance Committee of the Board will make a recommendation to the Board about whether to accept or reject the resignation, or whether to take other action. The Board will act on the recommendation of the Nominating and Corporate Governance Committee within 90 days from the date the election results are certified and thereafter promptly disclose its decision in a Current Report on Form 8-K. If a nominee for director who was not already serving as a director does not receive a majority of votes cast at the annual meeting, the nominee is not elected to the Board.

Unless otherwise specified by you in your proxy card, the proxies solicited by our Board will be voted FOR the election of these nominees. If any nominee should become unable or unwilling to serve as a director, the proxies will be voted for such substitute nominee(s) as shall be designated by our Board. Our Board currently has no knowledge that any of the nominees will be unable or unwilling to serve.

Set forth below is information concerning each person nominated and recommended to be elected by our Board. Each of the nominees is currently serving as a director of the Company and was previously elected to the present term of office by the stockholders of the Company or appointed by the Board in accordance with the provisions of our bylaws.

See the section entitled Security Ownership of Certain Beneficial Owners and Management, beginning on page 24, for information pertaining to stock ownership of the nominees. There are no family relationships among any of the nominees or any of the executive officers of the Company. The Company originally appointed Mr. Thomas C. O'Brien for election to the Board pursuant to an agreement with Highfields Capital Management LP (Highfields) dated April 10, 2008, as discussed in the Company's Current Report on Form 8-K dated April 10, 2008. Mr. Skilling was originally appointed to the Company's Board pursuant to an earlier contract that previously required the Company to recommend one nominee of Experian Information Solutions, Inc. to the nominating committee as a candidate for election to the Board. There are no other arrangements or understandings between any director and any other person pursuant to which any director was or is to be selected as a director.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR THE FOLLOWING NOMINEES:

- J. David Chatham Mr. Chatham, 60, has served as a member of our Board since 1989. Mr. Chatham has served as the President and Chief Executive Officer of Chatham Holdings Corporation, a firm specializing in real estate development and associated industries, since its incorporation in 1991. From 2003 until its acquisition by the Company in late 2009, Mr. Chatham served on the Board of First Advantage Corporation (FADV), a provider of credit and data services, employer services, multifamily services and investigative and litigation support services. Through his experience as a real estate developer, Mr. Chatham enhances our understanding of the residential real estate market.
- Anand K. Nallathambi Mr. Nallathambi, 49, is our President and Chief Executive Officer and has served as a member of our Board since June 2010. From 2009 until the Separation in June 2010, Mr. Nallathambi served as President and Chief Operating Officer of the information solutions group of FAC. From 2007 to 2009, Mr. Nallathambi served as chief executive officer of FADV and from 2005 to 2007 served as its president. Prior to joining FADV, Mr. Nallathambi served as president of FAC's credit information group and as president of First American Appraisal Services, a real-estate appraisal company, from 1996 to 1998. Mr. Nallathambi has worked with us in various capacities for nearly 15 years and brings unique insight into our management practices and has a deep understanding of our history and culture.
- Thomas C. O'Brien Mr. O'Brien, 57, has served as a member of our Board since 2008. Mr. O'Brien has served as the Chief Executive Officer and President of Insurance Auto Auctions Inc., a provider of specialized services for automobile insurance, since 2000. Mr. O'Brien also serves as a director of KAR Auction Services, Inc. As a result of his experience as a chief executive officer, Mr. O'Brien brings to our Company insight into our management practices, in particular with respect to the relationship between compensation and performance.
- D. Van Skilling Mr. Skilling, 77, has served as a member of our Board since 1998. Effective upon the election of directors at the annual meeting, the Board has determined to appoint Mr. Skilling as the Chairman of the Board. Mr. Skilling has served as the President of Skilling Enterprises, a private investment firm, since 1999. Mr. Skilling also serves on the board of ONVIA, Inc. and American Business Bank. Previously he served as a director of FADV, The Lamson & Sessions Co. and McData Corporation. Mr. Skilling, who was responsible for businesses that Experian Information Systems, Inc. contributed to a joint venture with us (which is now wholly owned by us), provides our Company with insight into the development of these businesses as well as strategies for managing them.
- David F. Walker Mr. Walker, 57, has served as a member of our Board since 2010. Mr. Walker served as the Director of the Program of Accountancy at the University of South Florida in St. Petersburg from 2002 through 2009. From 1986 to 2002, Mr. Walker was a partner with Arthur Andersen, an accounting firm, having led the firm's assurance and business advisory practice for the Florida Caribbean Region, from 1999 through 2002. Mr. Walker also serves on the boards of Commvault Systems, Inc. and

Chico s FAS Inc. Mr. Walker previously served as a director of Technology Research Corporation, Inc. and FADV. Mr. Walker s extensive experience in public accounting and on corporate boards, including as a past or present chair of other audit committees, contributes to the Board s oversight of the Company s financial reporting and risk management.

Mary Lee Widener

Ms. Widener, 72, has served as a member of our Board since 2006. Ms. Widener is a community investment consultant. From 1974 until her retirement in 2009, Ms. Widener was President and Chief Executive Officer of Neighborhood Housing Services of America, Inc., a nonprofit housing agency. Ms. Widener also serves on the board of The PMI Group, Inc. Given her extensive experience with organizations dedicated to revitalizing neighborhoods and increasing homeownership opportunities, Ms. Widener brings to our Company an understanding of the opportunities we have to improve homeownership in underserved communities and the difficulties people in those communities face in purchasing a home.

Current Directors Not Nominated for Reelection

The following current members of the Board are not nominated for reelection.

Matthew B. Botein

Mr. Botein, 38, has served as a member of our Board since 2009. Mr. Botein has served as Managing Director and head of BlackRock Alternative Investors, the alternative investment unit of BlackRock, Inc., an asset management firm, since June 2010. From November 2009 to June 2010, Mr. Botein served as Managing Director and head of the Special Solutions Group of BlackRock, Inc. Prior to joining BlackRock, Inc., he was chairman of the private investment firm, Botein & Company, LLC. From 2006 to 2009, Mr. Botein served as Managing Director of Highfields, an investment management firm, and from 2003 to 2006 as an analyst at Highfields. Mr. Botein also serves as a director of PennyMac Mortgage Investment Trust, Aspen Insurance Holdings Ltd. and Northeast Bancorp. As a result of his experience in investment management and as a former managing director of Highfields, one of our largest stockholders, Mr. Botein provided feedback on how we can improve our product offerings to the investment community as well as a unique perspective on the concerns of our stockholders.

Christopher V. Greetham

Mr. Greetham, 66, has served as a member of our Board since 2008. Prior to his retirement, Mr. Greetham served as the Executive Vice President and Chief Investment Officer of XL Capital Ltd., a property and casualty insurer, a position he held from 1996 to 2006. Mr. Greetham also serves as a director of Axis Capital Holding Limited. Mr. Greetham, through his experience as the chief investment officer of a leading insurance company, brought to our Company insight into capital deployment strategies.

Parker S. Kennedy

Mr. Kennedy, 63, has served as a member of our Board since 1987. Since the completion of the Separation in June 2010, Mr. Kennedy has served as our Executive Chairman. Mr. Kennedy is retiring as our Executive Chairman effective as of the annual meeting. From 2003 until the Separation, Mr. Kennedy served as both the Chairman of the Board and Chief Executive Officer of FAC. From 1993 to 2004, Mr. Kennedy also

served as President of FAC. Mr. Kennedy served as a member of the board of FADV from 2003 to 2009 and has served as the Executive Chairman and Chairman of the Board of FAFC since June 1, 2010. Mr. Kennedy has worked in our Company in various capacities for over 30 years and oversaw many of the acquisitions and strategic decisions that resulted in the businesses that now make up the Company. His excellent executive experience in our industry and his incomparable understanding of our history and culture make him an invaluable asset to the Company. The Board considered these and other factors and appointed Mr. Kennedy as Chairman Emeritus effective immediately following the annual meeting.

PROPOSAL 2. Approval of CoreLogic, Inc. 2011 Performance Incentive Plan

General

At the annual meeting, stockholders will be asked to approve the CoreLogic, Inc. 2011 Performance Incentive Plan (the 2011 Plan), which was adopted, subject to stockholder approval, by the Board on March 23, 2011.

The Company believes that incentives and stock-based awards focus employees on the objective of creating stockholder value and promoting the success of the Company, and that incentive compensation plans like the proposed 2011 Plan are an important attraction, retention and motivation tool for participants in the plan.

The Company currently maintains the CoreLogic, Inc. 2006 Incentive Compensation Plan (the 2006 Plan). As of March 23, 2011, a total of 3,461,904 shares of the Company s common stock were then subject to outstanding awards granted under the 2006 Plan, and an additional 58,630 shares of the Company s common stock were then available for new award grants under the 2006 Plan. The Company s outstanding stock options generally may not be transferred to third parties for value and do not include dividend equivalent rights.

The Board approved the 2011 Plan based, in part, on a belief that the number of shares currently available under the 2006 Plan does not give the Company sufficient authority and flexibility to adequately provide for future incentives. If stockholders approve the 2011 Plan, no new awards will be granted under the 2006 Plan after the annual meeting. In that case, the number of shares of the Company s common stock that remain available for award grants under the 2006 Plan immediately prior to the annual meeting will become available for award grants under the 2011 Plan. An additional 18,000,000 shares of the Company s common stock will also be made available for award grants under the 2011 Plan, so that if stockholders approve the 2011 Plan, a maximum of 18,058,630 shares will initially be available for award grants under that plan, subject to the expiration, termination or cancellation of outstanding awards under the 2006 Plan, as described below.

If stockholders do not approve the 2011 Plan, the Company will continue to have the authority to grant awards under the 2006 Plan. If stockholders approve the 2011 Plan, the termination of our grant authority under the 2006 Plan will not affect awards then outstanding under that plan. In addition, if stockholders approve the 2011 Plan, any shares of the Company s common stock subject to outstanding awards under the 2006 Plan that expire, are cancelled, or otherwise terminate after the annual meeting will also be available for award grant purposes under the 2011 Plan.

Summary Description of the 2011 Performance Incentive Plan

The principal terms of the 2011 Plan are summarized below. The following summary is qualified in its entirety by the full text of the 2011 Plan, which appears as Exhibit A to this proxy statement.

Purpose. The purpose of the 2011 Plan is to promote the success of the Company and the interests of our stockholders by providing an additional means for us to attract, motivate, retain and reward directors, officers, employees and other eligible persons through the grant of awards and incentives for high levels of individual performance and improved financial performance of the Company. Equity-based awards are also intended to further align the interests of award recipients and our stockholders.

Administration. Our Board or one or more committees appointed by our Board will administer the 2011 Plan. Our Board has delegated general administrative authority for the 2011 Plan to the Compensation Committee. A committee may delegate some or all of its authority with respect to the 2011 Plan to another committee of directors, and certain limited authority to grant awards to employees may be delegated to one or more officers of the Company. (The appropriate acting body, be it the Board, a committee within its delegated authority, or an officer within his or her delegated authority, is referred to in this proposal as the Administrator).

The Administrator has broad authority under the 2011 Plan with respect to award grants including, without limitation, the authority:

to select participants and determine the type(s) of award(s) that they are to receive;

to determine the number of shares that are to be subject to awards and the terms and conditions of awards, including the price (if any) to be paid for the shares or the award;

to cancel, modify, or waive the Company's rights with respect to, or modify, discontinue, suspend, or terminate any or all outstanding awards, subject to any required consents;

to accelerate or extend the vesting or exercisability or extend the term of any or all outstanding awards;

subject to the other provisions of the 2011 Plan, to make certain adjustments to an outstanding award and to authorize the conversion, succession or substitution of an award; and

to allow the purchase price of an award or shares of the Company's common stock to be paid in the form of cash, check, or electronic funds transfer, by the delivery of already-owned shares of the Company's common stock or by a reduction of the number of shares deliverable pursuant to the award, by services rendered by the recipient of the award, by notice and third party payment or cashless exercise on such terms as the Administrator may authorize, or any other form permitted by law.

No Repricing. In no case (except due to an adjustment to reflect a stock split or similar event or any repricing that may be approved by stockholders) will any adjustment be made to a stock option or stock appreciation right award under the 2011 Plan (by amendment, cancellation and regrant, exchange or other means) that would constitute a repricing of the per share exercise or base price of the award.

Eligibility. Persons eligible to receive awards under the 2011 Plan include officers or employees of the Company or any of its subsidiaries, directors of the Company, and certain consultants and advisors to the Company or any of its subsidiaries. Currently, approximately 5,928 officers and employees of the Company and its subsidiaries (including all of the Company's named executive officers), and each of the Company's five non-employee directors, are considered eligible under the 2011 Plan.

Authorized Shares; Limits on Awards. The maximum number of shares of the Company's common stock that may be issued or transferred pursuant to awards under the 2011 Plan equals the sum of: (1) 18,000,000 shares, plus (2) the number of shares available for additional award grant purposes under the 2006 Plan as of the date of the annual meeting and determined immediately prior to the termination of the authority to grant new awards under that plan as of the date of the annual meeting, plus (3) the number of any shares subject to stock options granted under the 2006 Plan and outstanding as of the date of the annual meeting which expire, or for any reason are cancelled or terminated, after the date of the annual meeting without being exercised, plus (4) the number of any shares subject to restricted stock and restricted stock unit awards granted under the 2006 Plan that are outstanding and unvested as of the date of the annual meeting which are forfeited, terminated, cancelled, or otherwise reacquired after the date of the annual meeting without having become vested. As of March 23, 2011, approximately 58,630 shares were available for additional award grant purposes under the 2006 Plan, and approximately 3,461,904 shares were subject to awards then outstanding under the 2006 Plan. As noted above, no additional awards will be granted under the 2006 Plan if stockholders approve the 2011 Plan.

Shares issued in respect of any full-value award granted under the 2011 Plan will be counted against the share limit described in the preceding paragraph as 3.3 shares for every one share actually issued in connection with the award. For example, if the Company granted 100 shares of its common

stock under the 2011 Plan, 330 shares would be charged against the share limit with respect to that award. For this purpose, a full-value award generally means any award granted under the plan other than a stock option or stock appreciation right.

The following other limits are also contained in the 2011 Plan:

The maximum number of shares that may be delivered pursuant to options qualified as incentive stock options granted under the plan is 1,000,000 shares.

The maximum number of shares subject to those options and stock appreciation rights that are granted during any calendar year to any individual under the plan is 1,000,000 shares.

Performance-Based Awards under Section 5.2 of the 2011 Plan granted to a participant in any one calendar year will not provide for payment of more than (1) in the case of awards payable only in cash and not related to shares, \$5,000,000, and (2) in the case of awards related to shares (and in addition to options and stock appreciation rights which are subject to the limit referred to above), 500,000 shares.

Except as described in the next sentence, shares that are subject to or underlie awards which expire or for any reason are cancelled or terminated, are forfeited, fail to vest, or for any other reason are not paid or delivered under the 2011 Plan will again be available for subsequent awards under the 2011 Plan. Shares that are exchanged by a participant or withheld by the Company to pay the exercise price of an award granted under the 2011 Plan, as well as any shares exchanged or withheld to satisfy the tax withholding obligations related to any award, will not be available for subsequent awards under the 2011 Plan. To the extent that an award is settled in cash or a form other than shares, the shares that would have been delivered had there been no such cash or other settlement will not be counted against the shares available for issuance under the 2011 Plan. In the event that shares are delivered in respect of a dividend equivalent right, the actual number of shares delivered with respect to the award shall be counted against the share limits of the 2011 Plan. (For purposes of clarity, if 1,000 dividend equivalent rights are granted and outstanding when the Company pays a dividend, and 100 shares are delivered in payment of those rights with respect to that dividend, 330 shares shall be counted against the share limits of the plan after applying the premium share counting ratio with respect to full-value awards described above.) To the extent that shares are delivered pursuant to the exercise of a stock appreciation right or stock option, the number of underlying shares as to which the exercise related shall be counted against the applicable share limits, as opposed to only counting the shares actually issued. (For purposes of clarity, if a stock appreciation right relates to 100,000 shares and is exercised at a time when the payment due to the participant is 15,000 shares, 100,000 shares shall be charged against the applicable share limits with respect to such exercise.) In addition, the 2011 Plan generally provides that shares issued in connection with awards that are granted by or become obligations of the Company through the assumption of awards (or in substitution for awards) in connection with an acquisition of another company will not count against the shares available for issuance under the 2011 Plan. The Company may not increase the applicable share limits of the 2011 Plan by repurchasing shares of common stock on the market (by using cash received through the exercise of stock options or otherwise).

Types of Awards. The 2011 Plan authorizes stock options, stock appreciation rights, restricted stock, stock bonuses and other forms of awards granted or denominated in the Company's common stock or units of the Company's common stock, as well as cash bonus awards. The 2011 Plan retains flexibility to offer competitive incentives and to tailor benefits to specific needs and circumstances. Any award may be paid or settled in cash.

A stock option is the right to purchase shares of the Company's common stock at a future date at a specified price per share (the exercise price). The per share exercise price of an option generally may not be less than the fair market value of a share of the Company's common stock on the date of grant.

The maximum term of an option is ten years from the date of grant. An option may either be an incentive stock option or a nonqualified stock option. Incentive stock option benefits are taxed differently from nonqualified stock options, as described under Federal Income Tax Consequences of Awards Under the 2011 Plan below. Incentive stock options are also subject to more restrictive terms and are limited in amount by the U.S. Internal Revenue Code and the 2011 Plan. Incentive stock options may only be granted to employees of the Company or a subsidiary.

A stock appreciation right is the right to receive payment of an amount equal to the excess of the fair market value of share of the Company's common stock on the date of exercise of the stock appreciation right over the base price of the stock appreciation right. The base price will be established by the Administrator at the time of grant of the stock appreciation right and generally may not be less than the fair market value of a share of the Company's common stock on the date of grant. Stock appreciation rights may be granted in connection with other awards or independently. The maximum term of a stock appreciation right is ten years from the date of grant.

The per share exercise price of an option or the per share base price of a stock appreciation right may, however, be less than the fair market value of a share of the Company's common stock on the date of grant if the option or stock appreciation right will be treated as a full-value award under the share-counting rules for the 2011 Plan described above.

The other types of awards that may be granted under the 2011 Plan include, without limitation, stock bonuses, restricted stock, performance stock, restricted stock units, dividend equivalents, or similar rights to purchase or acquire shares, and cash awards.

Performance-Based Awards. The Administrator may grant awards that are intended to be performance-based awards within the meaning of Section 162(m) of the U.S. Internal Revenue Code ("Performance-Based Awards"). Performance-Based Awards are in addition to any of the other types of awards that may be granted under the 2011 Plan (including options and stock appreciation rights which may also qualify as performance-based awards for Section 162(m) purposes). Performance-Based Awards may be in the form of restricted stock, performance stock, stock units, other rights, or cash bonus opportunities.

The vesting or payment of Performance-Based Awards (other than options or stock appreciation rights) will depend on the achievement of performance goals established by the Administrator for purposes of the award. The Administrator will establish the criterion or criteria and target(s) on which performance will be measured. Performance may be measured on an absolute or relative basis, or an absolute or relative per share basis. The Administrator must establish criteria and targets in advance of applicable deadlines under the U.S. Internal Revenue Code and while the attainment of the performance targets remains substantially uncertain. The criteria that the Administrator may use for this purpose will include one or more of the following: earnings per share, cash flow (which means cash and cash equivalents derived from either net cash flow from operations or net cash flow from operations, financing and investing activities), stock price, total stockholder return, gross revenue, revenue growth, operating income (before or after taxes), net earnings (before or after interest, taxes, depreciation and/or amortization), return on equity or on assets or on net investment, cost containment or reduction, gross or operating margins, productivity ratios, expenses, margins, operating efficiency, customer satisfaction, working capital, market share, economic value added (net operating profit after tax minus capital multiplied by the cost of capital), or any combination thereof. The performance measurement period with respect to an award may range from three months to ten years. Performance targets will be adjusted to mitigate the unbudgeted impact of material, unusual or nonrecurring gains and losses, accounting changes or other extraordinary events not foreseen at the time the targets were set unless the Administrator provides otherwise at the time of establishing the targets.

Performance-Based Awards may be paid in stock or in cash (in either case, subject to the limits described under the heading Authorized Shares; Limits on Awards above). Before any Performance-Based Award (other than an option or stock appreciation right) is paid, the Administrator must certify that the performance target or targets have been satisfied. The Administrator has discretion to determine the performance target or targets and any other restrictions or other limitations of Performance-Based Awards and may reserve discretion to reduce payments below maximum award limits.

Deferrals. The Administrator may provide for the deferred payment of awards, and may determine the other terms applicable to deferrals. The Administrator may provide that deferred settlements include the payment or crediting of interest or other earnings on the deferred amounts, or the payment or crediting of dividend equivalents where the deferred amounts are denominated in shares.

Assumption and Termination of Awards. Generally, and subject to limited exceptions set forth in the 2011 Plan, if the Company dissolves or undergoes certain corporate transactions such as a merger, business combination, or other reorganization, or a sale of substantially all of its assets, all awards then-outstanding under the 2011 Plan will become fully vested or paid, as applicable, and will terminate or be terminated in such circumstances, unless the Administrator provides for the assumption, substitution or other continuation of the award. The Administrator also has the discretion to establish other change in control provisions with respect to awards granted under the 2011 Plan. For example, the Administrator could provide for the acceleration of vesting or payment of an award in connection with a corporate event that is not described above and provide that any such acceleration shall be automatic upon the occurrence of any such event.

Transfer Restrictions. Subject to certain exceptions contained in Section 5.7 of the 2011 Plan, awards under the 2011 Plan generally are not transferable by the recipient other than by will or the laws of descent and distribution and are generally exercisable, during the recipient's lifetime, only by the recipient. Any amounts payable or shares issuable pursuant to an award generally will be paid only to the recipient or the recipient's beneficiary or representative. The Administrator has discretion, however, to establish written conditions and procedures for the transfer of awards to other persons or entities, provided that such transfers comply with applicable federal and state securities laws and, with limited exceptions set forth in the 2011 Plan, are not made for value.

Adjustments. As is customary in incentive plans of this nature, each share limit and the number and kind of shares available under the 2011 Plan and any outstanding awards, as well as the exercise or purchase prices of awards, and performance targets under certain types of performance-based awards, are subject to adjustment in the event of certain reorganizations, mergers, combinations, recapitalizations, stock splits, stock dividends, or other similar events that change the number or kind of shares outstanding, and extraordinary dividends or distributions of property to the stockholders.

No Limit on Other Authority. Except as expressly provided with respect to the termination of the authority to grant new awards under the 2006 Plan if stockholders approve the 2011 Plan, the 2011 Plan does not limit the authority of the Board or any committee to grant awards or authorize any other compensation, with or without reference to the Company's common stock, under any other plan or authority.

Termination of or Changes to the 2011 Plan. The Board may amend or terminate the 2011 Plan at any time and in any manner. Stockholder approval for an amendment will be required only to the extent then required by applicable law or any applicable listing agency or required under Sections 162, 422 or 424 of the U.S. Internal Revenue Code to preserve the intended tax consequences of the plan. For example, stockholder approval will be required for any amendment that proposes to increase the

maximum number of shares that may be delivered with respect to awards granted under the 2011 Plan. (Adjustments as a result of stock splits or similar events will not, however, be considered an amendment requiring stockholder approval.) Unless terminated earlier by the Board, the authority to grant new awards under the 2011 Plan will terminate on March 22, 2021. Outstanding awards, as well as the Administrator's authority with respect thereto, generally will continue following the expiration or termination of the plan. Generally speaking, outstanding awards may be amended by the Administrator (except for a repricing), but the consent of the award holder is required if the amendment (or any plan amendment) materially and adversely affects the holder.

Federal Income Tax Consequences of Awards under the 2011 Plan

The U.S. federal income tax consequences of the 2011 Plan under current federal law, which is subject to change, are summarized in the following discussion of the general tax principles applicable to the 2011 Plan. This summary is not intended to be exhaustive and, among other considerations, does not describe the deferred compensation provisions of Section 409A of the U.S. Internal Revenue Code to the extent an award is subject to and does not satisfy those rules, nor does it describe state, local, or international tax consequences.

With respect to nonqualified stock options, the Company is generally entitled to deduct and the participant recognizes taxable income in an amount equal to the difference between the option exercise price and the fair market value of the shares at the time of exercise. With respect to incentive stock options, the company is generally not entitled to a deduction nor does the participant recognize income at the time of exercise, although the participant may be subject to the U.S. federal alternative minimum tax.

The current federal income tax consequences of other awards authorized under the 2011 Plan generally follow certain basic patterns: nontransferable restricted stock subject to a substantial risk of forfeiture results in income recognition equal to the excess of the fair market value over the price paid (if any) only at the time the restrictions lapse (unless the recipient elects to accelerate recognition as of the date of grant); bonuses, stock appreciation rights, cash and stock-based performance awards, dividend equivalents, stock units, and other types of awards are generally subject to tax at the time of payment; and compensation otherwise effectively deferred is taxed when paid. In each of the foregoing cases, the company will generally have a corresponding deduction at the time the participant recognizes income.

If an award is accelerated under the 2011 Plan in connection with a change in control (as this term is used under the U.S. Internal Revenue Code), the company may not be permitted to deduct the portion of the compensation attributable to the acceleration (parachute payments) if it exceeds certain threshold limits under the U.S. Internal Revenue Code (and certain related excise taxes may be triggered). Furthermore, the aggregate compensation in excess of \$1,000,000 attributable to awards that are not performance-based within the meaning of Section 162(m) of the U.S. Internal Revenue Code may not be permitted to be deducted by the company in certain circumstances.

Specific Benefits under the 2011 Performance Incentive Plan

The Company has not approved any awards that are conditioned upon stockholder approval of the 2011 Plan. The Company is not currently considering any other specific award grants under the 2011 Plan with the exception of annual director restricted stock unit (RSU) awards to be granted in May in connection with the annual meeting, as described below, and any customary new hire awards (although no specific new hire awards are conditioned upon stockholder approval of the 2011 Plan or specifically contemplated under the 2011 Plan when it has been approved by stockholders). If the 2011 Plan had been in existence in fiscal 2010, the Company expects that its award grants for fiscal 2010

would not have been substantially different from those actually made in that year under the 2006 Plan. For information regarding stock-based awards granted to the Company's named executive officers during fiscal 2010, see Compensation Discussion and Analysis, beginning on page 36 and the tables that follow the discussion.

As described under the heading Director Compensation for 2010 beginning on page 73, each member of the Board who is not employed by us or one of our subsidiaries (a non-employee director) receives compensation for his or her services to the Company. Our current compensation arrangements for the non-employee directors include an annual RSU award for each non-employee director with a value of \$110,000. Accordingly, on the date of the annual meeting, each of our non-employee directors in office immediately after the meeting will be granted an RSU award covering a number of shares of the Company's common stock determined by dividing \$110,000 by the closing market price of a share of our common stock on that date. Each of these awards will be scheduled to vest, subject to the director's continued service through the applicable vesting date, which is the first anniversary of the grant date. RSUs that vest will be paid on a one-for-one basis in shares of our common stock. If stockholders approve the 2011 Plan, these RSU awards will be granted under the 2011 Plan. If stockholders do not approve the 2011 Plan, these RSU awards will be granted under the 2006 Plan.

The closing market price for a share of the Company's common stock as of March 23, 2011 was \$17.80 per share.

Securities Authorized for Issuance under Equity Compensation Plans

The Company currently maintains two equity compensation plans: the 2006 Plan and the Company's Employee Stock Purchase Plan (the ESPP). The CoreLogic, Inc. 1996 Stock Option Plan, formerly known as the FAC 1996 Stock Option Plan (the 1996 Option Plan) and the CoreLogic, Inc. 1997 Directors' Stock Plan, formerly known as the FAC 1997 Directors' Stock Plan (the 1997 Directors' Stock Plan) were terminated and replaced by the 2006 Plan. The Company currently has outstanding options under the 1996 Option Plan and the 1997 Directors' Stock Plan. Each of the 2006 Plan, the ESPP, the 1996 Option Plan and the 1997 Directors' Stock Plan was approved by the Company's stockholders. Stockholders are also being asked to approve a new equity compensation plan, the 2011 Plan, as described above.

The following table sets forth, for each of the Company's equity compensation plans, the number of shares of common stock subject to outstanding awards, the weighted-average exercise price of outstanding options, and the number of shares remaining available for future award grants as of December 31, 2010.

Plan category	Number of securities to be issued upon exercise of outstanding options, warrants and rights ⁽¹⁾ (a)	Weighted-average exercise price of outstanding options, warrants and rights ⁽¹⁾⁽⁴⁾ (b)	Number of securities remaining available for future issuance under equity compensation plans (excluding shares reflected in column (a)) ⁽¹⁾ (c)
Equity compensation plans approved by stockholders	6,161,865 ⁽²⁾⁽³⁾	\$ 21.15	1,989,914 ⁽⁵⁾
Equity compensation plans not approved by stockholders	525,159 ⁽⁶⁾	\$ 22.38	N/A
Total	6,687,024	\$ 21.27	1,989,914

(1) In connection with the Separation on June 1, 2010, all outstanding stock options and unvested RSUs granted to the Company's employees prior to the Separation were adjusted in a manner designed to preserve the intrinsic value of the outstanding stock options and unvested RSUs.

- (2) Of these shares, 1,091,563 were subject to options then outstanding under the 2006 Plan, 1,557,807 were subject to stock unit awards then outstanding under the 2006 Plan, 1,097,356 were subject to options then outstanding under the 1996 Option Plan, 17,504 were subject to options then outstanding under 1997 Directors' Stock Plan and 2,397,635 were subject to options then outstanding under the First Advantage 2003 Incentive Compensation Plan (the FADV 2003 Plan). The Company's authority to grant new awards under (i) the 1996 Option Plan terminated on May 18, 2006 and (ii) the 1997 Directors' Stock Plan terminated on May 18, 2006.
- (3) In connection with the Company's acquisition of FADV, the Company assumed certain stock options previously granted by FADV under the FADV 2003 Plan. As of December 31, 2010, these assumed options covered 2,397,635 shares of the Company's common stock and had a weighted-average exercise price per share of \$23.11.
- (4) This weighted-average exercise price does not reflect the 1,557,807 shares that will be issued upon the payment of outstanding restricted stock units and is calculated solely with respect to outstanding unexercised stock options.
- (5) As of December 31, 2010, of the aggregate number of shares that remained available for future issuance, 1,024,960 were available under the 2006 Plan and 964,954 were available under the ESPP. No new awards will be granted under the 2006 Plan if stockholders approve the 2011 Plan. This table does not reflect the additional 18,000,000 shares that will initially be available under the 2011 Plan if stockholders approve the 2011 Plan proposal (subject to the expiration, termination or cancellation of outstanding awards under the 2006 Plan, as described above). Shares available under the 2006 Plan or the 2011 Plan may be used for any type of award authorized in that plan (subject to certain limitations of the plan) including stock options, stock appreciation rights, stock units, restricted stock, performance-based awards, stock bonuses and other awards payable in shares of Company common stock.
- (6) Consists of an inducement award of stock options issued outside of the Company's existing plans. These stock options were granted to Frank McMahon, the former chief executive officer of the information solutions group, pursuant to the terms of his employment agreement and are fully vested. The stock options have a remaining maximum contractual term of five years.

Vote Required for Approval of the 2011 Performance Incentive Plan

The Board believes that the adoption of the 2011 Plan will promote the interests of the Company and its stockholders and will help the Company and its subsidiaries continue to be able to attract, retain and reward persons important to our success.

All members of the Board and all of the Company's executive officers are eligible for awards under the 2011 Plan and thus have a personal interest in the approval of the 2011 Plan.

Approval of the 2011 Plan requires the affirmative vote of a majority of the common stock present, or represented, and entitled to vote at the annual meeting.

OUR BOARD RECOMMENDS THAT STOCKHOLDERS VOTE FOR APPROVAL OF THE 2011 PERFORMANCE INCENTIVE PLAN AS DESCRIBED ABOVE AND SET FORTH IN EXHIBIT A HERETO.

PROPOSAL 3. Advisory Vote on the Compensation of our Named Executive Officers

The recently enacted Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010, the (Dodd-Frank Act), enables our stockholders to vote to approve, on an advisory (nonbinding) basis, the compensation of our named executive officers as disclosed in this proxy statement in accordance with the SEC's rules.

As disclosed in the Compensation Discussion and Analysis, beginning on page 36, the Company designs its compensation programs to maintain a performance and achievement-oriented environment throughout the Company. The goals of the Company's executive compensation program are to:

attract, motivate and retain talented and highly skilled key executives critical to our long-term success;

align the interest of our executives with stockholders;

provide compensation levels competitive with the Company's peer group members, as identified by the Committee from time to time;

reward executives for achieving pre-defined stretch goals and objectives; and

encourage strategic long-term development and investment in the business.

Consistent with these goals and also as disclosed in the Compensation Discussion and Analysis, the Compensation Committee has designed guiding principles focused on pay for performance, competitiveness of the Company's compensation programs with the Company's peer group and cost-effective programs without expensive post-employment compensation and with few perquisites or other personal benefits. Additionally, in 2010, we made the following changes to our compensation programs:

reduced emphasis on short-term cash incentive opportunities;

shifted rewards strategy to emphasize long-term incentive performance as the majority of target compensation for named executive officers;

froze the supplemental executive retirement program; and

amended the change in control agreements to (a) eliminate tax gross-ups, (b) change the formula for calculating severance to include only cash compensation in severance values, and (c) eliminate the Company's obligation to make payments to executives in the event an executive determines to voluntarily terminate his or her employment for any reason after a change in control.

We are asking our stockholders to indicate their support for our named executive officer compensation as described in this proxy statement. This proposal, commonly known as a "say-on-pay" proposal, gives our stockholders the opportunity to express their views on our named executive officer compensation. This vote is not intended to address any specific item of compensation, but rather the overall compensation of our named executive officers and the philosophy, policies and practices described in this proxy statement. Accordingly, we will ask our stockholders to vote FOR the following resolution at the annual meeting:

RESOLVED, that the Company's stockholders approve, on an advisory basis, the compensation of the named executive officers, as disclosed in the Company's proxy statement for the 2011 annual meeting of stockholders pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the Compensation Discussion and Analysis, the 2010 Summary Compensation Table and the other related tables and disclosure.

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The say-on-pay vote is advisory and therefore not binding on the Company, the Compensation Committee or our Board. Our Board and our Compensation Committee value the opinions of our stockholders and will take into account the outcome of this vote in considering future compensation arrangements.

OUR BOARD RECOMMENDS THAT STOCKHOLDERS VOTE FOR THE APPROVAL, ON AN ADVISORY BASIS, OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS AS DISCLOSED IN THIS PROXY STATEMENT PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION.

PROPOSAL 4. Advisory Vote on the Frequency with which an Advisory Vote on the

Compensation of Our Named Executive Officers should be held

In addition to providing stockholders with the opportunity to cast an advisory vote on the compensation of our named executive officers, the Dodd-Frank Act enables our stockholders to indicate how frequently we should seek an advisory vote on the compensation of our named executive officers. Stockholders may indicate whether they would prefer an advisory vote on executive compensation once every year, every two years or every three years or may abstain from voting on the proposal. While the Company will continue to monitor developments in this area, the Board currently plans to seek an advisory vote on executive compensation every year. Our Board believes that holding such a vote every year is advisable for a number of reasons, including the following:

an annual advisory vote would enable our stockholders to provide the Company, on a more consistent basis, with input regarding the compensation of our named executive officers; and

an annual advisory vote on compensation of our named executive officers is consistent with our policy of seeking input from, and engaging discussion with, our stockholders on corporate governance matters and our compensation philosophy, policies and practices for our named executive officers.

The Company asks that you indicate your support for the advisory vote on compensation of our named executive officers to be held every year.

Stockholders are not voting to approve or disapprove the Board's recommendation. Instead, you may cast your vote on your preferred voting frequency by choosing any of the following four options with respect to this proposal: every year, every two years, every three years or abstain. For the reasons discussed above, we are asking our stockholders to vote for a frequency of every year. The option that receives the highest number of votes cast will be determined to be the preferred frequency with which we will hold an advisory vote on the compensation of our named executive officers, as disclosed pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the Compensation Discussion and Analysis, the Summary Compensation Table, and the other related tables and disclosure.

The frequency with which an advisory vote on compensation of our named executive officers should be held is advisory, and therefore not binding on the Company, the Compensation Committee or our Board. Our Board and our Compensation Committee value the opinions of our stockholders and will take into account the outcome of this vote in considering the frequency with which the advisory vote on compensation of our named executive officers will be held in the future.

OUR BOARD RECOMMENDS THAT STOCKHOLDERS VOTE FOR A FREQUENCY OF EVERY YEAR AS THE FREQUENCY WITH WHICH STOCKHOLDERS ARE PROVIDED AN ADVISORY VOTE ON THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS, AS DISCLOSED PURSUANT TO THE COMPENSATION DISCLOSURE RULES OF THE SECURITIES AND EXCHANGE COMMISSION.

PROPOSAL 5. Ratification of Selection of Independent Auditor

The Audit Committee has selected PwC to serve as our independent registered public accounting firm for the fiscal year ending December 31, 2011. PwC has audited our historical consolidated financial statements for all annual periods since 1954. We expect that representatives of PwC will be present at the annual meeting, will have an opportunity to make a statement if they wish and will be available to respond to appropriate questions.

Selection of our independent registered public accounting firm is not required to be submitted for stockholder approval by our bylaws, but the Audit Committee is seeking ratification of its selection of PwC from our stockholders as a matter of good corporate governance. If the stockholders do not ratify this selection, the Audit Committee will reconsider its selection of PwC and will either continue to retain PwC or appoint a new independent registered public accounting firm. Even if the selection is ratified, the Audit Committee may, in its discretion, appoint a different independent registered public accounting firm at any time during the year if it determines that such a change would be in the Company's and our stockholders' best interests.

To ratify the selection of PwC as our Company's independent registered public accounting firm for the 2011 fiscal year, the affirmative vote of the holders of a majority in voting power of the common stock entitled to vote at the annual meeting, present in person or represented by proxy, is required.

Principal Accounting Fees and Services

The aggregate fees billed for each of the last two fiscal years for professional services rendered by the Company's principal independent registered public accounting firm in the four categories of service set forth in the table below are as follows:

Aggregate fees billed in year ⁽¹⁾	2010	2009
Audit Fees ⁽²⁾	\$ 7,709,143	\$ 19,647,886
Audit-Related Fees ⁽³⁾	\$ 217,280	\$ 563,439
Tax Fees ⁽²⁾⁽⁴⁾	\$ 508,235	\$ 1,168,205
All Other Fees ⁽⁵⁾	\$ 230,169	\$ 62,399

- (1) Totals include fees billed to FADV of \$225,714 in 2010 and \$1,597,091 in 2009. Fees from January 1, 2010 through May 31, 2010 and for all of 2009 reflect consolidated fees for FAC.
- (2) Totals include fees for the Separation of FAFC of \$963,304 (\$954,554 for audit fees and \$8,750 for tax fees) in 2010 and \$6,583,041 (\$6,294,819 for audit fees and \$288,222 for tax fees) in 2009.
- (3) These fees were incurred primarily for employee benefit plan audits, procedures performed for SAS 70 reports, and due diligence.
- (4) These fees were incurred for tax advice, compliance and planning.
- (5) These fees were incurred primarily for services related to software licensing, and regulatory capital requirement advice.

Policy on Audit Committee Pre-approval of Audit and Nonaudit Services of Independent Auditor

The Audit Committee's policy is to pre-approve all engagements of the Company's independent principal registered public accounting firm for audit and nonaudit services. The Audit Committee's pre-approval policy identifies specific services and assigns pre-approved spending thresholds for each group of nonaudit services. This policy works in conjunction with the Company's independent registered public accounting firm's annual audit services fee schedule, which is also approved by the Audit Committee. Any services not covered by this policy or the audit services fee schedule are submitted to the Audit Committee's chairman, as the Audit Committee's designee, for review and approval, subject to ratification by the Audit Committee.

OUR BOARD RECOMMENDS THAT STOCKHOLDERS VOTE FOR THE FOREGOING PROPOSAL TO RATIFY THE SELECTION OF PwC AS OUR COMPANY'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2011.

Security Ownership of Certain Beneficial Owners and Management

The following table sets forth information regarding the ownership of our common stock as of March 21, 2011 of the persons or groups of stockholders who are known to us to be the beneficial owners of 5% or more of our shares of common stock. The information regarding beneficial owners of 5% or more of our shares of common stock is based solely on public filings made by such owners with the SEC.

Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Percent of Class
Capital Research Global Investors ⁽¹⁾	5,135,130	5.1%
First American Financial Corporation ⁽²⁾	12,933,265	11.1%
FMR LLC ⁽³⁾	6,443,108	5.5%
Highfields Capital Management LP ⁽⁴⁾	8,149,719	7.0%

- (1) According to a Schedule 13G filed on February 11, 2010, Capital Research Global Investors (CRGI), a division of Capital Research and Management Company (CRMC), had sole voting and dispositive power over 5,135,130 shares of our common stock as of December 31, 2009 as a result of CRMC acting as investment adviser to various investment companies. The Schedule 13G also states that one or more clients of CRGI have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, our common stock. CRGI disclaims beneficial ownership of these shares pursuant to Rule 13d-4. The address for CRGI is 333 South Hope Street, Los Angeles, CA 90071.
- (2) According to a Schedule 13G filed on June 1, 2010, FAFC and First American Title Insurance Company (FATICO), a wholly owned subsidiary of FAFC, held an aggregate of 12,933,265 shares of our common stock as of May 26, 2010. Of the 12,933,265 shares, FAFC has sole voting and dispositive power over 5,173,306 shares of our common stock and shares voting and dispositive power with FATICO over 7,759,959 shares of our common stock. On April 11, 2011, we repurchased 4 million of these shares of common stock for an aggregate purchase price of \$75,800,000. For additional information regarding the repurchase of our shares of common stock from FAFC see Transactions with Management and Others beginning on page 33.
- (3) According to a Schedule 13G filed on February 14, 2011, FMR LLC (FMR), in its capacity in which it directly or indirectly controls Fidelity Management & Research Company, a wholly-owned subsidiary of FMR, Strategic Advisers, Inc., a wholly owned subsidiary of FMR, and Pyramis Global Advisors Trust Company, an indirect wholly owned subsidiary of FMR (the Subsidiaries), has sole voting power over 197,718 shares, and sole dispositive power over all 6,443,108 shares of our common stock owned beneficially by the Subsidiaries. Fidelity Management & Research Company, controlled by FMR and Edward C. Johnson III beneficially owns 6,229,900 shares of our common stock. Strategic Advisers, Inc. beneficially owns 2,100 shares of our common stock, and Pyramis Global Advisors Trust Company beneficially owns 211,108 shares of our common stock. The address of the principal business office of FMR, Fidelity Management & Research Company and Strategic Advisers, Inc. is 82 Devonshire Street, Boston, Massachusetts, 02109. The address of the principal business office of Pyramis Global Advisors Trust Company is 900 Salem Street, Smithfield, Rhode Island, 02917.
- (4) According to a Schedule 13D/A No. 4 filed on January 10, 2011, as of January 1, 2011, each of Highfields Capital Management LP, Highfields GP LLC, Highfields Associates LLC and Jonathon S. Jacobson, through the respective capacities in which they directly or indirectly control Highfields Capital I LP, Highfields Capital II LP and Highfields Capital III L.P. (collectively, the Funds), has sole voting and dispositive power over all 8,149,719 shares of our common stock owned beneficially by the Funds. Highfields Capital I LP beneficially owns 773,762 shares of our common stock, Highfields Capital II LP beneficially owns 1,732,029 shares of our common stock

and Highfields Capital III L.P. beneficially owns 5,643,928 shares of our common stock. The address of the principal business office of each of the reporting entities and individuals is John Hancock Tower, 200 Clarendon Street, 59th Floor, Boston, Massachusetts 02116. The following table sets forth the total number of shares of our common stock beneficially owned and the percentage of the outstanding shares so owned as of March 21, 2011 by:

each director (and each nominee for director);

each executive officer named in the Summary Compensation Table on page 54 (each, a named executive officer); and

all directors and executive officers as a group.

Unless otherwise indicated in the notes following the table, the stockholders listed in the table are the beneficial owners of the listed shares with sole voting and investment power (or, where applicable, shared power with such individual's spouse and subject to community property laws) over the shares listed. Shares subject to rights exercisable within 60 days after the record date are treated as outstanding when determining the amount and percentage beneficially owned by a person or entity. Unless otherwise indicated below, the address for each of our executive officers and directors is c/o CoreLogic, Inc. 4 First American Way, Santa Ana, California 92707.

Stockholders	Number of shares of Common Stock ⁽¹⁾	Percent if greater than 1%
<i>Directors</i>		
Matthew B. Botein	1,354	
J. David Chatham	41,403	
Christopher V. Greetham	19,001	
Parker S. Kennedy ⁽²⁾	3,042,651	2.6%
Anand S. Nallathambi	606,161	
Thomas C. O'Brien	7,501	
D. Van Skilling ⁽³⁾	66,826	
David F. Walker	8,060	
Mary Lee Widener	6,302	
<i>Named executive officers who are not directors</i>		
Anthony S. Piszal	14,114	
George S. Livermore	84,217	
Barry M. Sando	288,411	
Michael A. Rasic	5,038	
<i>All directors, named executive officers and other executive officers as a group (14 persons)</i>	4,193,041	3.6%

The shares set forth in the table above include shares that the following directors, named executive officers and other executive officers as a group have the right to acquire within 60 days of the record date in the amounts set forth below:

J. David Chatham	8,752
Parker S. Kennedy	315,091
Anand K. Nallathambi	539,154
D. Van Skilling	8,752
George S. Livermore	56,891
Barry M. Sando	262,576
Michael A. Rasic	1,609
Other executive officers	963

- (1) In connection with the Separation on June 1, 2010, all outstanding stock options and unvested RSUs granted to the Company's employees prior to the Separation were adjusted in a manner designed to preserve the intrinsic value of the outstanding stock options and unvested RSUs.
- (2) Of the shares shown in the table above for Mr. Kennedy, 376,009 shares are held directly by him and 2,666,686 shares are held by Kennedy Enterprises, L.P., a California limited partnership of which Mr. Kennedy is the sole general partner. The limited partnership agreement pursuant to which the partnership was formed provides that the general partner has all powers of a general partner as provided in the California Uniform Limited Partnership Act, including the power to vote securities held by the partnership, provided that the general partner is not permitted to cause the partnership to sell, exchange or hypothecate any of its shares of stock of the Company without the prior written consent of all of the limited partners. Of the shares held by the partnership, 520,317 are allocated to the capital accounts of Mr. Kennedy. The balance of the shares held by the partnership is allocated to the capital accounts of the other limited partners, who are relatives of Mr. Kennedy. Except to the extent of his voting power over the shares allocated to the capital accounts of the limited partners, Mr. Kennedy disclaims beneficial ownership of all shares held by the partnership other than those allocated to his own capital accounts.
- (3) Includes 2,365 shares held by a nonprofit corporation for which Mr. Skilling serves as a director and officer. In his capacity as an officer, Mr. Skilling has the power, acting alone, to direct the voting and disposition of those shares. Also includes 2,698 shares held in three trusts for which Mr. Skilling serves as the trustee. In his capacity as trustee, Mr. Skilling has the power to direct the voting and disposition of those shares.

Board of Directors

Our Board currently consists of nine members. Prior to the Separation, our Board consisted of 17 members of whom 10 members resigned in connection with the Separation. Effective as of June 1, 2010 and in connection with the Separation George L. Argyros, Bruce S. Bennett, Glenn C. Christenson, William G. Davis, James L. Doti, Lewis W. Douglas, Frank E. O Bryan, John W. Peace, Herbert B. Tasker and Virginia M. Ueberroth resigned from the Board. Mr. Walker joined the Board on May 18, 2010 and Mr. Nallathambi joined the Board on June 1, 2010 in connection with his appointment as chief executive officer of the Company.

Our Board held ten meetings during 2010. Each director attended 75% or more of the meetings of the Board and the committees (if any) on which the director served during his or her respective tenure on the Board. From time to time, our Board also acts by unanimous written consent as permitted by the Company's bylaws and the Delaware General Corporation Law.

Committees of the Board of Directors

The Board has established four standing committees: the Audit Committee, the Compensation Committee, the Nominating and Corporate Governance Committee and the Acquisition Committee. On October 6, 2009, the Board established four subcommittees to facilitate the transition to separate boards of directors following the Separation, including two subcommittees of the Compensation Committee as described below. The Information Solutions Company Committee (the ISC Committee) and the Financial Services Company Committee (the FSC Committee) were established to oversee matters relating to the Company's information solutions businesses which were retained by us and the financial services businesses which were spun-off to FAFC in the Separation, respectively. During 2010, the ISC Committee met three times and the FSC Committee met once. The subcommittees were effective until June 1, 2010.

During 2010, each member of the Audit Committee, the Compensation Committee and the Nominating and Corporate Governance Committee was determined by the Board to be independent,

as defined in the corporate governance rules of the NYSE for listed companies and in accordance with the categorical standards of independence included in our corporate governance guidelines as discussed below. The Board further determined that each member of the Audit Committee and the Compensation Committee met the additional independence standards applicable to those committees. Please see the section entitled Independence of Directors below for more information.

Audit Committee

The current members of the Audit Committee are Messrs. Walker (Chairman), Chatham and Skilling. Mr. Walker joined the committee effective June 1, 2010. Messrs. Christenson, Doti and O Bryan served on the committee until their resignation from the Board in connection with the Separation. The functions performed by this committee include, but are not limited to:

overseeing the integrity of the Company's financial reporting processes in consultation with the independent auditor, management and the Company's internal auditors;

reviewing internal auditing procedures and results;

selecting our independent registered public accounting firm;

engaging with our compliance and risk management executives to review the state of enterprise risk management and compliance programs with a view to understanding the steps management has taken to monitor and control the Company's major risk exposures;

reviewing with internal counsel the state of litigation, claims and regulatory matters and overseeing the Company's compliance with legal and regulatory matters;

discussing with management, internal audit and external advisors the state of internal controls and management tone;

directing and supervising investigations into matters within the scope of its duties; and

reviewing with the independent registered public accounting firm the plan and results of its audit and determining the nature of other services to be performed by, and fees to be paid to, such firm.

During 2010, our Audit Committee met six times. The committee's charter is posted on the Investors section of our Web site under corporate governance at www.corelogic.com. Our Board has determined that each of Messrs. Walker and Skilling is an audit committee financial expert within the meaning of the SEC's rules and regulations and that each of the members of our Audit Committee is financially literate under the listing standards of the NYSE.

Compensation Committee

The current members of the Compensation Committee are Messrs. Skilling (Chairman), Chatham, Greetham and O'Brien. Messrs. Christenson, Davis, Douglas and Tasker served on the committee until their resignation from the Board in connection with the Separation. Mr. Greetham is not standing for reelection. The functions of this committee include, but are not limited to:

establishing and reviewing the compensation philosophy of the Company;

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reviewing and approving corporate goals and objectives relevant to the compensation of the Company's chief executive officer, including annual performance objectives and evaluating the Company's chief executive officer in light of those objectives;

establishing the Company's compensation policies and procedures with respect to our executive officers, including bonus awards, monitoring our incentive and equity compensation plans and making recommendations to the Board regarding director compensation;

monitoring compliance with the rules and guidelines of the Company's equity-based plans;

reviewing and monitoring the Company's employee retirement and benefit plans; and

reviewing the Compensation Discussion and Analysis contained in the Company's proxy statements and preparing the Compensation Committee Report for inclusion in the Company's proxy statements.

During 2010, the Compensation Committee met twelve times. The committee's charter is posted on the Investors section of our Web site under corporate governance at www.corelogic.com.

On October 6, 2009, the Board established two subcommittees of the Compensation Committee to review and approve compensation matters pertaining to the employees of the information solutions businesses retained by us after the Separation (the ISG Compensation Subcommittee) and to the employees of the financial services businesses retained by FAFC after the Separation (the FSG Compensation Subcommittee) and to develop the compensation philosophies and policies which would be applicable to the separate companies following the Separation. Messrs. Chatham, Greetham, O'Brien and Skilling served on the ISG Compensation Subcommittee and Messrs. Christenson, Davis, Douglas and Tasker served on the FSG Compensation Subcommittee. During 2010, the FSG Compensation Subcommittee met four times and the ISG Compensation Subcommittee met six times. The subcommittees were effective until June 1, 2010. Since the Separation, Compensation decisions regarding our executive officers are made by the full Compensation Committee.

The Compensation Committee has retained Steven Hall & Partners (Steven Hall) as its independent compensation consultant to advise on the compensation of our executive officers and directors. The Compensation Committee also seeks input from our Chief Executive Officer, Chief Financial Officer, Senior Vice President, Human Resources and our General Counsel when making decisions regarding compensation matters. In addition, the Company has engaged Mercer LLC (Mercer) to provide certain compensation-related services.

In 2010, each of the FSG Compensation Subcommittee and ISG Compensation Subcommittee retained its own independent compensation consultant. The FSG Compensation Subcommittee retained Frederic W. Cook & Co., Inc. (F.W. Cook) as its independent compensation consultant, who also served as compensation consultant to the Compensation Committee prior to the Separation. During 2010, F.W. Cook attended four FSG Compensation Subcommittee meetings. The Company also engaged Semler Brossy Consulting Group to advise management of the financial services businesses regarding compensation applicable to employees of the financial services businesses prior to the Separation.

The ISG Compensation Subcommittee retained Steven Hall as its independent compensation consultant. Steven Hall assisted the ISG Compensation Subcommittee in assessing the compensation of our executive officers in connection with the Separation and continued on as the compensation consultant to the Compensation Committee after the Separation. During 2010, prior to the Separation, Steven Hall attended four ISG Compensation Subcommittee meetings. During 2010, after the Separation, Steven Hall attended seven Compensation Committee meetings.

During 2010, as part of Steven Hall's engagement with (a) the ISG Compensation Subcommittee prior to the Separation and (b) the Compensation Committee following the Separation, Steven Hall:

advised on the selection of a peer group of companies for executive compensation comparison purposes;

provided comparative market data on board of director compensation practices and programs of peer companies and competitors;

provided guidance on industry best practices and emerging trends and developments in executive and board of director compensation;

analyzed pay survey data; and

advised on determining the total compensation of each of our executive officers and the material elements of total compensation, including (1) annual base salaries, (2) target cash bonus amounts and (3) long-term incentive awards.

The Company also engaged Mercer to provide certain compensation-related services. In 2010, Mercer assisted the Company with the selection of a peer group of companies, advised on industry best practices and emerging trends in executive compensation, prepared pay survey data and made recommendations on the structuring of compensation programs.

Additional information concerning the executive compensation policies and objectives established by the Compensation Committee, the Compensation Committee's processes and procedures for consideration and determination of executive compensation, and the role of executive officers and the Company's and the Compensation Committee's compensation consultants in determining executive compensation is included in the Compensation Discussion and Analysis, beginning on page 36. Additional information concerning the Compensation Committee's processes and procedures and consideration and determination of non-employee director compensation is included in the section entitled Director Compensation for 2010, beginning on page 73.

Nominating and Corporate Governance Committee

The current members of the Nominating and Corporate Governance Committee are Messrs. Chatham (Chairman), O'Brien and Skilling, Messrs. Argyros, Bennett, Davis, Douglas and Ms. Ueberroth served on the committee until their resignation from the Board in connection with the Separation. This committee is responsible for:

identifying individuals qualified to become directors of our Company;

recommending to the Board candidates for election at annual meetings by the stockholders and candidates to fill vacancies and newly created directorships;

overseeing the evaluation of the Board; and

developing, recommending to the Board and periodically reviewing the corporate governance principles applicable to our Company. This committee held five meetings during 2010. The committee's charter is posted on the Investors section of our Web site under corporate governance at www.corelogic.com. The committee has adopted procedures by which certain stockholders of the Company may recommend director nominees to the Board. In particular, the committee has established a policy whereby it will accept and consider, in its discretion, director recommendations from any stockholder holding in excess of 5% of the Company's outstanding common stock. Such recommendations must include the name and credentials of the recommended nominee and should be submitted to the secretary of the Company at our address indicated on the first page of this proxy statement. The committee will evaluate director candidates recommended by stockholders for election to our Board in the same manner and using the same criteria as used for any other director candidate (as described below). If the committee determines that a stockholder-recommended candidate is suitable for membership on our Board, it will include the candidate in the pool of candidates to be considered for nomination upon the occurrence of the next vacancy on our Board or in connection with the next annual meeting of stockholders.

While the committee has no specific minimum qualifications in evaluating a director candidate, the committee takes into account all factors it considers appropriate in identifying and evaluating

candidates for membership on our Board, including some or all of the following: strength of character, an inquiring and independent mind, practical wisdom, mature judgment, career specialization, relevant industry experience, relevant technical skills, reputation in the community, diversity and the extent to which the candidate would fill a present need on the Board. The committee makes recommendations to the full Board as to whether or not incumbent directors should stand for re-election. However, if our Company is legally required by contract or otherwise to provide third parties with the ability to nominate directors, the selection and nomination of such directors generally is not subject to the committee process for identifying and evaluating nominees for director.

The committee conducts all necessary and appropriate inquiries into the background and qualifications of possible candidates and may engage a search firm to assist in identifying potential candidates for nomination. In May 2010, Mr. Walker was appointed as a director by the Board in accordance with the provisions set forth in our bylaws. Mr. Walker was identified as a potential member of the Board by Mr. Kennedy, Mr. Skilling and Mr. Chatham, who were familiar with Mr. Walker's service as a member of the board of directors of FADV. The Nominating and Corporate Governance Committee then evaluated Mr. Walker as a director candidate and recommended him for membership on the Board.

The Company does not have a formal policy for the consideration of diversity in identifying nominees for director. However, the Nominating and Corporate Governance Committee recognizes the benefits associated with a diverse board and, as indicated above, considers diversity as a factor when identifying and evaluating candidates for membership on our Board. The committee utilizes a broad conception of diversity, including professional and educational background, prior experience on other boards of directors (both public and private), political and social perspectives as well as race, gender and national origin. Utilizing these factors, and the factors described above, the committee makes recommendations, as the committee deems appropriate, regarding the composition and size of the Board. The priorities and emphasis of the committee and of the Board may change from time to time to take into account changes in business and other trends and the portfolio of skills and experience of current and prospective Board members.

Acquisition Committee

On June 11, 2010, the Board established an Acquisition Committee. The current members of this committee are Messrs. Kennedy (Chairman), Botein, Nallathambi and Skilling. Mr. Kennedy and Mr. Botein are not standing for reelection. After the annual meeting the Nominating and Corporate Governance Committee will review and make a recommendation as to the board composition of this Committee. The Acquisition Committee has the authority to review, authorize and approve certain acquisition and investment transactions proposed by the Company's management which are below a certain size and which do not involve equity of the Company. This committee held four meetings during 2010.

Independence of Directors

The Board has affirmatively determined that each of Messrs. Botein, Chatham, Greetham, O'Brien, Skilling, Walker and Ms. Widener is independent as that term is defined in the corporate governance rules of the NYSE for listed companies and that during their time of service with the Board prior to the Separation, each of Messrs. Argyros, Bennett, Christenson, Davis, Doti, Douglas, O'Bryan, Tasker and Ms. Ueberroth, was independent under the same standard. Mr. Kennedy and Mr. Nallathambi are considered inside directors because they are employed by the Company as senior executives. The Board determined that Mr. Peace, who resigned as a director in connection with the Separation, was not independent because he was an executive officer of an entity which was a joint venture partner of the Company and indirectly owned membership interests in one of the Company's subsidiaries. The Board previously determined that Ms. Widener was not independent due to her position as an

executive officer of Neighborhood Housing Services of America, Inc. (NHTSA) until late 2009, an entity which received a loan from the Company. On January 27, 2011, the Board determined Ms. Widener was independent, as she was no longer an executive officer of NHTSA and the loan to NHTSA was assumed by FAFC in connection with the Separation. In making these independence determinations, the Board considered the following relationships between directors and the Company:

Messrs. Argyros and Botein are affiliated with entities that do business with the Company in the ordinary course on arm's-length terms from time to time;

Until late 2009, Ms. Widener was an executive officer of NHTSA, an entity that received a loan from the Company, which was later assumed by FAFC in connection with the Separation;

Until March 2010, Mr. Davis was of counsel to a Canadian law firm that has been retained by the Company from time to time, but that has not provided services to the Company since 2008;

Prior to the Separation, Mr. O'Bryan occupied space within the building housing FAFC's principal office for which paid FAFC rent at a market rate; the building became FAFC's principal office following the Separation; and

Each of Messrs. Argyros, Doti and O'Bryan and Ms. Ueberroth is affiliated with a nonprofit organization to which the Company and/or its management has made donations from time to time.

Each of the relationships above, while considered by the Board, did not impact independence and falls within the Company's categorical independence standards contained in the Board's corporate governance guidelines, which are available on the Investors section of the Company's Web site under corporate governance at www.corelogic.com.

Board Leadership Structure; Meetings of Independent Directors

Prior to the Separation, the responsibilities of our Chairman and Chief Executive Officer were vested in a single individual, Mr. Kennedy. In April 2010, in the Company's proxy statement for the 2010 annual meeting of stockholders we committed that if the proposal to reincorporate the Company from California to Delaware was approved by the stockholders, the Board would amend the Corporate Governance Guidelines to address the separation of the positions of Chief Executive Officer and Chairman. Subsequent to the stockholder approval of our reincorporation, the Board revised the Corporate Governance Guidelines such that the Chairman may be an officer of the Company but shall not be the Chief Executive Officer. Since June 2010, in connection with the Separation, the offices of Chief Executive Officer and Chairman have been separated. In June 2010, Mr. Kennedy became Chairman and Mr. Nallathambi became the Company's Chief Executive Officer. Our Board believes that the separation of the offices of Chairman and Chief Executive Officer is appropriate at this time as it allows our Chief Executive Officer to focus primarily on his management responsibilities and the Chairman to oversee and manage the Board and its functions. In connection with the Board's determination not to nominate Mr. Kennedy for reelection to the Board and effective as of the election of directors at the annual meeting, Mr. Skilling will become the Chairman of the Board.

To promote the independence of our Board and appropriate oversight of management, the independent directors annually elect a lead non-management director to ensure free and open discussion and communication among the non-management members of our Board, which are those directors who are not officers of the Company. Mr. Skilling is currently the Board's lead non-management director. In 2010, the non-management directors met five times in executive session without management present. The lead non-management director is responsible for chairing and coordinating the agenda for these executive sessions of the non-management directors and serving as the principal liaison between the non-management directors as a group and the Chairman. In addition,

the lead non-management director provides advice to the Chairman with respect to the following: (i) establishing an appropriate schedule for Board meetings; (ii) preparing agendas for the meetings of the Board and its committees; (iii) retaining consultants who report directly to the Board; (iv) overseeing the Nominating and Corporate Governance Committee's implementation of the Company's corporate governance policies; and (v) overseeing the Compensation Committee's implementation of and compliance with the Company's policies and procedures for evaluating and making executive and incentive-based compensation decisions.

Risk Oversight

To maximize long-term stockholder value, the Board's responsibilities in overseeing the Company's businesses include oversight of the Company's key risks and management's processes and controls to regulate them appropriately. The Company's management, in turn, is responsible for the day-to-day management of risk and implementation of appropriate risk management controls and procedures.

Although risk oversight permeates many elements of the work of the full Board and the committees, the Audit Committee has the most direct and systematic responsibility for overseeing risk management. The Audit Committee Charter provides for a variety of regular and recurring responsibilities relating to risk, including:

- having responsibility for the internal audit function, with that function reporting directly to the committee;

- overseeing the independent registered public accounting firm;

- receiving reports from management and the internal auditor regarding the adequacy and effectiveness of various internal controls;

- reviewing periodically with counsel legal and regulatory matters that could have a significant impact on the company and could indicate emerging areas of risk;

- overseeing the Company's compliance program with respect to legal and regulatory requirements and risks; and

- discussing with management and the independent auditor the Company's guidelines and policies with respect to risk assessment and risk management, including the Company's major risk exposures and the steps management has taken to monitor and control such exposures.

In performing these functions, the Audit Committee regularly receives reports from management and internal and external auditors regarding the Company's enterprise risk management program, compliance program, information security and business continuity programs, extraordinary claims and losses and significant litigation.

Separately, the Compensation Committee oversees the Company's compensation policies and practices and has assessed whether the Company's compensation policies encourage excessive risk taking. The Compensation Committee has concluded that these policies and practices are not reasonably likely to have a material adverse effect on the Company. In arriving at that conclusion the Compensation Committee considered, among other factors, the metrics used to determine variable compensation; the portion of variable compensation paid in equity, which are either time vested or tied to the achievement of long-term Company objectives, the amount of compensation paid as sales commissions and the number of people to whom such compensation is paid; and controls, such as pricing limits, a recoupment policy and financial reconciliation processes for sales crediting, quality checks that the Company employs and the approval process for certain compensation-related activities.

Director Attendance at Annual Meetings

We encourage our directors to attend the annual meetings of our stockholders. Each of the Company's directors nominated for election in 2010 was in attendance at the 2010 annual meeting, with the exception of Messrs. Botein, Greetham and O'Brien.

Stockholder and Interested Party Communications with Directors

Stockholders and other interested parties may communicate directly with members of the Board, including the lead director or any of the other non-management or non-executive directors of