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Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 1.01. Entry into a Material Definitive Agreement.

Amendment No. 3 to Series 2015-VF1 Indenture Supplement

On May 9, 2016, New Residential Investment Corp. (the “Company”) amended the Series 2015-VF1 Indenture Supplement related to the Series 2015-VF1 Notes issued by NRZ Advance Receivables Trust 2015-ON1 (the “Issuer”) under the Indenture, dated as of August 28, 2015, by and among the Issuer, Deutsche Bank National Trust Company, Ocwen Loan Servicing, LLC, HLSS Holdings, LLC, Credit Suisse AG, New York Branch and the Company.

The Series 2015-VF1 Indenture Supplement was amended to increase the borrowing capacity on the Series 2015-VF1 Notes by \$185 million.

Each of the Series 2015-VF1 Indenture Supplement and the related Indenture was incorporated by reference to the Company’s Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2015. A copy of the amendment to the Series 2015-VF1 Indenture Supplement is attached to this Current Report on Form 8-K (the “Current Report”) as Exhibit 4.1 and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
4.1	Amendment No. 3, dated as of May 9, 2016, to the Series 2015-VF1 Indenture Supplement, dated as of August 28, 2015, to the Indenture, dated as of August 28, 2015, by and among NRZ Advance Receivables Trust 2015-ON1, Deutsche Bank National Trust Company, Ocwen Loan Servicing, LLC, HLSS Holdings, LLC, Credit Suisse AG, New York Branch and New Residential Investment Corp.

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SIGNATURE

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

NEW RESIDENTIAL INVESTMENT CORP.  
(Registrant)

/s/ Nicola Santoro, Jr.  
Nicola Santoro, Jr.  
Chief Financial Officer

Date: May 13, 2016

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EXHIBIT INDEX

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