

CORELOGIC, INC.
Form 11-K
June 25, 2014

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

FORM 11-K

ANNUAL REPORT

Pursuant to Section 15(d) of the
Securities and Exchange Act of 1934

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2013

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number 001-13585

A. Full title of the Plan and the address of the Plan, if different from that of the issuer named below:

CoreLogic, Inc.
401(k) Savings Plan

B. Name of issuer of the securities held pursuant to the Plan and the address of its principal executive office:

CoreLogic, Inc.
40 Pacifica
Irvine, California 92618

CoreLogic, Inc.
401(k) Savings Plan
Table of Contents
At December 31, 2013 and 2012

	Page
<u>Report of Independent Registered Certified Public Accounting Firm</u>	<u>1</u>
<u>Financial Statements</u>	
<u>Statements of Net Assets Available for Benefits</u>	<u>2</u>
<u>Statements of Changes in Net Assets Available for Benefits</u>	<u>3</u>
<u>Notes to Financial Statements</u>	<u>4</u>
<u>Supplemental Schedule*</u>	
<u>Schedule H, Line 4i: Schedule of Assets (Held at End of Year)</u>	<u>13</u>
<u>Signature</u>	<u>14</u>

* All other schedules required by the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Report of Independent Registered Certified Public Accounting Firm

To the Participants and Administrator of
CoreLogic, Inc. 401(k) Savings Plan

We have audited the accompanying statements of net assets available for benefits of the Corelogic, Inc. 401(k) Savings Plan (the "Plan") as of December 31, 2013 and 2012 and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2013 and 2012, and the changes in net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements as a whole. The Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) as of December 31, 2013, is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ Moss Adams LLP

Los Angeles, California
June 25, 2014

CoreLogic, Inc.
 401(k) Savings Plan
 Statements of Net Assets Available for Benefits
 At December 31, 2013 and 2012

	2013	2012
Assets		
Investments, at fair value	\$409,628,587	\$338,386,215
Receivables:		
Participant's notes	8,926,060	8,359,206
Company contribution	8,038,099	9,861,846
Total receivables	16,964,159	18,221,052
Total assets	426,592,746	356,607,267
Liabilities		
Corrective distributions payable	—	5,116
Total liabilities	—	5,116
Net assets available for benefits	\$426,592,746	\$356,602,151

The accompanying notes are an integral part of these financial statements.

CoreLogic, Inc.
 401(k) Savings Plan
 Statements of Changes in Net Assets Available for Benefits
 Years Ended December 31, 2013 and 2012

	2013		2012
Additions			
Net appreciation in fair value of investments	\$52,974,840		\$51,999,103
Interest and dividend income	19,806,086		7,226,869
Net investment income	72,780,926		59,225,972
Interest income on notes receivable from participants	367,582		423,396
Other income	104,767		—
Contributions:			
Participants	26,484,809		25,677,836
Rollover	7,112,299		2,455,397
Company	8,038,131		9,905,000
Total contributions	41,635,239		38,038,233
Total additions	114,888,514		97,687,601
Deductions			
Benefits paid to participants	(45,118,146)	(53,226,257
Corrective distributions	—		(5,116
Administrative expenses	(100,012)	(93,019
Total deductions	(45,218,158)	(53,324,392
Increase in net assets before transfer	69,670,356		44,363,209
Other transfers	320,239		(59,068
Net increase	69,990,595		44,304,141
Net Assets Available for Benefits			
Beginning of year	356,602,151		312,298,010
End of year	\$426,592,746		\$356,602,151

The accompanying notes are an integral part of these financial statements.

CoreLogic, Inc.
401(k) Savings Plan
Notes to Financial Statements
December 31, 2013 and 2012

1. Description of the Plan

The following description of the CoreLogic, Inc. (the "Company") 401(k) Savings Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution profit sharing plan covering employees of adopting employers and subsidiaries greater than 50% owned by the Company. An employee is eligible to participate in the Plan on the date of hire and if the employee is at least 18 years of age. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). A participant may direct contributions in 1% increments to any of the available investment options, one of which is the option to invest in shares of the Company. Participants may change their investment options at any time.

The Plan's trustee and record keeper are Fidelity Management Trust Company and Fidelity Investments Institutional Operations Company, respectively.

Contributions

Participants classified as non-highly compensated may contribute on a pre-tax and/or after-tax Roth basis from 1% to 60% of annual eligible compensation. Participants classified as highly compensated may contribute on a pre-tax and/or after-tax Roth basis from 1% to 15% of annual compensation. In addition, participants who are age 50 or older and have made the maximum contribution to the Plan can make additional catch up contributions. Contributions are subject to Internal Revenue Service ("IRS") limitations.

Discretionary matching amounts may be contributed by the Company at the discretion of the Company's Board of Directors. For 2013, the Company matched 50% of the first 4.5% of each eligible participant's compensation to the Plan. The Company match for the year ending December 31, 2013 was \$6,990,543 which was funded during the second quarter of 2014 and invested based on each eligible participant's investment elections under the Plan. For 2013, the Company also made contributions in Qualified Non Elective Contributions ("QNEC") of \$1,047,556.

For 2012, the Company matched 50% of the first 3% of each eligible participant's compensation to the plan. The Company match for the year ending December 31, 2012 was \$4,861,846 which was funded during the first quarter of 2013 and invested based on each eligible participant's investment elections under the Plan. For 2012, the Company also made profit sharing contributions in the amount of \$4,144,994 and contributions in QNEC of \$898,160.

Participants may also rollover distributions from other qualified 401(k) plans or Individual Retirement Accounts ("IRA").

Participant Accounts

Participant account activity may include a participant's own contributions and any Company contributions, investment earnings or losses. Allocations of Company contributions are based on participant compensation and participant contributions to the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the

participant's vested account.

Vesting

Participants are immediately vested in their contributions and the Company's contributions, plus actual earnings thereon.

Investment Options:

The Plan currently offers various mutual funds, including asset allocation strategy mutual funds and a Company stock fund as investment options for participants. A participant may direct contributions in 1% increments to any of the available investment options. Participants may change their investment options at any time.

CoreLogic, Inc.
401(k) Savings Plan
Notes to Financial Statements
December 31, 2013 and 2012

Payment of Benefits

The Plan allows for participant withdrawals in lump sum upon retirement, death, disability, termination or attainment of the eligible age as defined by the Plan. Participants may also withdraw from their account balances, as defined by the Plan, in the event of financial hardship, which is determined pursuant to the provisions of the Code, and from any amounts rolled over from a 401(k) plan or IRA.

Notes Receivable from Participants

Participants may borrow a portion of their account balance pursuant to rules and procedures established by the Plan's administrative committee. The amount borrowed may not exceed the lesser of 50% of the value of the participant's account balance or \$50,000. Participants may have only one note outstanding at a time.

Note terms are determined based on the provisions established by the Plan's administrative committee. Notes are collateralized by the balance in the participant's account and bear a rate of interest that is reasonable at the time the note is made, as determined by the Plan's administrative committee. Notes are fully amortized and paid back through principal and interest via payroll deduction or other method as determined by the Plan's administrative committee if payroll deduction is not available to the participant. A participant may fully repay a note at any time without penalty; however, partial prepayments are not permitted. As of December 31, 2013 the rates of interest on outstanding loans ranged from 4.25%-9.25% with various maturities through May 2028.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Investment Valuation and Income Recognition

Plan investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Investments in common stock are stated at quoted market prices. See Note 3, Fair Value Measurements, for discussion of fair value measurements.

Shares of mutual funds and money market funds are valued at the net asset value ("NAV") of the shares held by the Plan at year-end. Investments in security transactions are accounted for on the date securities are purchased or sold (trade date). Dividend income is recorded in the participant accounts on the ex-dividend date. Interest income is recognized on an accrual basis as earned.

The Plan presents in the statements of changes in net assets available for benefits the net appreciation in the fair value of its investments which consists of the realized gains/(losses) and the unrealized appreciation/(depreciation) on those investments.

Notes Receivable from Participants

Notes from participants are measured at unpaid principal balance plus any accrued but unpaid interest. Interest income is recognized on an accrual basis as earned.

Expenses

Certain Administrative expenses related to operating and maintaining the Plan are paid by the Company. Certain investment and transaction fees are paid by participants in the Plan.

Payment of Benefits

Benefits are recorded when paid.

Use of Estimates

CoreLogic, Inc.
401(k) Savings Plan
Notes to Financial Statements
December 31, 2013 and 2012

The preparation of financial statements in conformity with GAAP requires the Plan's management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts in the statement of changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties

Investment securities are exposed to various risks such as interest rate, market and credit risk. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in circumstances in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

3. Fair Value Measurements

When determining the fair value measurements for assets and liabilities required to be recorded at fair value, the Plan considers the principal or most advantageous market in which it would transact and considers assumptions that market participants would use when pricing the asset or liability, such as inherent risk, transfer restrictions, and risk of nonperformance.

A fair value hierarchy requires the Plan to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). Level 2 measurements utilize quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; and inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

The fair values of the common stock investments are valued based on closing quoted market prices in active markets. The fair values of the mutual fund investments are valued at the net asset value of shares held by the Plan at year end. The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

CoreLogic, Inc.
 401(k) Savings Plan
 Notes to Financial Statements
 December 31, 2013 and 2012

Investments Measured at Fair value on a Recurring Basis

The following tables present the financial assets the Plan measures at fair value on a recurring basis, based on such fair value hierarchy:

	Fair Value Measurements Using Input Type			Total Fair Value As of December 31, 2013
	Level 1	Level 2	Level 3	
Mutual funds				
Mid and small cap	\$87,120,576	\$—	\$—	\$87,120,576
Target date	86,656,332	—	—	86,656,332
Large cap	81,324,588	—	—	81,324,588
International	35,197,128	—	—	35,197,128
Balanced	29,676,167	—	—	29,676,167
Money market	29,549,835	—	—	29,549,835
Bond index	26,289,905	—	—	26,289,905
Common stock				
CoreLogic, Inc.	33,814,056	—	—	33,814,056
Total investments measured at fair value	\$409,628,587			