

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Chatterjee Indroneel</u>  (Last) (First) (Middle) <u>C/O AAMC, 5100 TAMARIND REEF</u>  (Street) <u>CHRISTIANSTED VI 00820</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Altisource Asset Management Corp [ AAMC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Co-Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/30/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price				
Common Stock	01/30/2020		A <sup>(1)</sup>		60,000	A	\$0.0000 <sup>(1)</sup>	60,000 <sup>(2)</sup>	D		

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Options	\$13.11	01/30/2020		A		60,000		(3)	01/30/2030 <sup>(4)</sup>	Common Stock	60,000 <sup>(3)</sup>	\$0.0000	60,000	D	

**Explanation of Responses:**

- On January 30, 2020 (the "Date of Grant"), the compensation committee of the board of directors of the Company granted the reporting person an aggregate of 60,000 restricted shares (the "Shares") of common stock pursuant to a Restricted Stock Award Agreement. The Shares vest in equal annual installments on each of the first four anniversaries of the Date of Grant, subject to acceleration or forfeiture in certain circumstances.
- Includes 60,000 remaining unvested restricted shares of common stock, which, upon vesting, settle for shares of common stock, subject to acceleration or forfeiture.
- The options were awarded on January 30, 2020. 40,000 of such options will vest in three equal annual installments commencing on the date on the first date on which the closing price of common stock of the Company is equal to or exceeds four times the exercise price of the options, subject to acceleration or forfeiture. 20,000 of such options will vest in three equal annual installments commencing on the date on the first date on which the closing price of common stock of the Company is equal to or exceeds eight times the exercise price of the options, subject to acceleration or forfeiture.
- In no event shall all or any portion of the option be exercisable after the tenth anniversary of the date of grant (such ten-year period, the "Option Period"), and any unexercised portion of the option shall terminate at the end of the Option Period. Subject to certain exceptions in connection with the death, disability or termination of the reporting person without cause or for good reason, the option may only be exercised while the reporting person is employed by the Company or one of its subsidiaries.

Stephen H. Gray, Attorney-in-Fact      01/31/2020

\*\* Signature of Reporting Person      Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.