

Walker & Dunlop, Inc.  
Form SC 13D/A  
November 28, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13D  
(Amendment No. 4)  
Under the Securities Exchange Act of 1934

WALKER & DUNLOP, INC.  
(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

93148P102  
(CUSIP Number)

Fortress Investment Group LLC  
1345 Avenue of the Americas, 46th Floor  
New York, NY 10105  
Attention: Michael J. Cohn  
Tel: 212-798-6100  
Fax: 212-798-6075  
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)  
Copy to:

Sidley Austin LLP  
787 Seventh Avenue  
New York, NY 10019  
Attention: Istvan Hajdu  
Tel: (212) 839-5300  
Fax: (212) 839-5599

November 25, 2014  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule §240.13d-7 for other parties to whom copies are to be sent.

(\* ) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (the “Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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Cusip No. 93148P102 Page 2 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund (A) LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,649,307

EACH REPORTING PERSON

9.

0

SOLE DISPOSITIVE POWER

WITH REPORTING PERSON

10.

1,649,307

1,649,307

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,649,307

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 5.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 3 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund II (A) LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4.

OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 1,099,537

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 4 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund II (E) LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4.

OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 1,099,537

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 5 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA II UB Securities LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

549,769

EACH

SOLE DISPOSITIVE POWER

REPORTING PERSON

9.

0

WITH

SHARED DISPOSITIVE POWER

10.

549,769

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

549,769

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 1.7% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

Cusip No. 93148P102 Page 6 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA II LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

0

SHARED VOTING POWER

8.

OWNED BY EACH REPORTING PERSON WITH

549,769

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

549,769

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

549,769

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

12.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 1.7% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions





Cusip No. 93148P102 Page 7 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA LSS LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF 0

SHARES SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 137,443

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

137,443

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

137,443

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 0.4% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 8 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund (B) LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

1,649,307

SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON

0

WITH SHARED DISPOSITIVE POWER

10.

1,649,307

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11. 1,649,307

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 5.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14. PN

\* See Instructions

Cusip No. 93148P102 Page 9 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund (C) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 1,649,307

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

1,649,307

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,649,307

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 5.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 10 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund II (B) LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,099,537

EACH REPORTING PERSON

SOLE DISPOSITIVE POWER

9.

PERSON

0

WITH SHARED DISPOSITIVE POWER

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund II (C) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,099,537

EACH REPORTING PERSON

9.

0

SHARED DISPOSITIVE POWER

WITH

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Fund II (D) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,099,537

EACH REPORTING PERSON

9.

SOLE DISPOSITIVE POWER

WITH

SHARED DISPOSITIVE POWER

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 13 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FTS SIP L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4.

OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Jersey

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

687,211

EACH REPORTING PERSON

9.

0

SHARED DISPOSITIVE POWER

WITH

10.

687,211

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

687,211

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 2.1% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO Fund GP LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,649,307 (1)

SOLE DISPOSITIVE POWER

8. EACH REPORTING PERSON

0

SHARED DISPOSITIVE POWER

9. WITH

10.

1,649,307 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,649,307 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 5.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions



(1) Solely in its capacity as general partner of Fortress Credit Opportunities Fund (A) LP, Fortress Credit Opportunities Fund (B) LP and Fortress Credit Opportunities Fund (C) L.P.

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NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO Fund II GP LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,099,537 (1)

EACH REPORTING PERSON

0

SOLE DISPOSITIVE POWER

9.

SHARED DISPOSITIVE POWER

10.

1,099,537 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14. OO

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Credit Opportunities Fund II (A) LP, Fortress Credit Opportunities Fund II (B) LP, Fortress Credit Opportunities Fund II (C) L.P., Fortress Credit Opportunities Fund II (D) L.P., and Fortress Credit Opportunities Fund II (E) LP.

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Cusip No. 93148P102 Page 16 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA GP LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

687,211 (1)

SOLE DISPOSITIVE POWER

REPORTING PERSON 9.

0

WITH SHARED DISPOSITIVE POWER

10.

687,211 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

687,211 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 2.1% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as general partner of FTS SIP L.P.



NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA II GP LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

0

SHARED VOTING POWER

8.

OWNED BY EACH REPORTING PERSON WITH

549,769 (1)

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

549,769 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

549,769 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 1.7% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014) TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as general partner of FCO MA II LP.



NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA LSS GP LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

137,443 (1)

EACH REPORTING PERSON

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

137,443 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

137,443 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 0.4% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as general partner of FCO MA LSS LP.





Cusip No. 93148P102 Page 19 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities Advisors LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

2,748,844 (1)

EACH REPORTING PERSON

9.

0

SOLE DISPOSITIVE POWER

WITH REPORTING PERSON

10.

2,748,844 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

2,748,844 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 8.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

Edgar Filing: Walker & Dunlop, Inc. - Form SC 13D/A

(1) Solely in its capacity as investment advisor of Fortress Credit Opportunities Fund (A) LP, Fortress Credit Opportunities Fund (B) LP, Fortress Credit Opportunities Fund (C) L.P., Fortress Credit Opportunities Fund II (A) LP, Fortress Credit Opportunities Fund II (B) LP, Fortress Credit Opportunities Fund II (C) L.P., Fortress Credit Opportunities Fund II (D) L.P., and Fortress Credit Opportunities Fund II (E) LP, pursuant to management agreements.

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NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities MA Advisors LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

687,211 (1)

EACH REPORTING PERSON

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

687,211 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

687,211 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 2.1% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as investment advisor of FTS SIP L.P. pursuant to a management agreement.



NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Credit Opportunities MA II Advisors LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

549,769 (1)

EACH REPORTING PERSON

SOLE DISPOSITIVE POWER

9.

PERSON

0

WITH SHARED DISPOSITIVE POWER

10.

549,769 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

549,769 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 1.7% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as investment advisor of FCO MA II LP pursuant to a management agreement.



NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCO MA LSS Advisors LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

0

SHARED VOTING POWER

8.

OWNED BY EACH REPORTING PERSON WITH

137,443 (1)

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

137,443 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

137,443 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 0.4% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014) TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as investment advisor of FCO MA LSS LP pursuant to a management agreement.





Cusip No. 93148P102 Page 23 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCOF UB Investments LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,649,307

EACH REPORTING PERSON

9.

0

SHARED DISPOSITIVE POWER

WITH

10.

1,649,307

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,649,307

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 5.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

Cusip No. 93148P102 Page 24 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FCOF II UB Investments LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

1,099,537

EACH REPORTING PERSON

9.

0

SOLE DISPOSITIVE POWER

WITH SHARED DISPOSITIVE POWER

10.

1,099,537

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

1,099,537

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 3.3% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

Cusip No. 93148P102 Page 25 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FIF V WD LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. DELAWARE

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267

EACH REPORTING PERSON

9.

0

SOLE DISPOSITIVE POWER

WITH REPORTING PERSON

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

Cusip No. 93148P102 Page 26 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund A) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 4,123,267

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 27 of Pages 56

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund D) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF 0

SHARES SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 4,123,267

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund E) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267

EACH REPORTING PERSON

9.

0

SHARED DISPOSITIVE POWER

WITH

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

Cusip No. 93148P102 Page 29 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund B) L.P.

(a)

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2.

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267

EACH

SOLE DISPOSITIVE POWER

REPORTING PERSON

9.

0

WITH

SHARED DISPOSITIVE POWER

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

12.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)



TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

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Cusip No. 93148P102 Page 30 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund C) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF  
SHARES  
BENEFICIALLY

0

SHARED VOTING POWER

OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

4,123,267

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

4,123,267

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,123,267

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

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Cusip No. 93148P102 Page 31 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund F) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

4,123,267

SOLE DISPOSITIVE POWER

REPORTING PERSON 9.

0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

12.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

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Cusip No. 93148P102 Page 32 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Fund V (Fund G) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267

EACH

SOLE DISPOSITIVE POWER

REPORTING PERSON

9.

0

WITH

SHARED DISPOSITIVE POWER

10.

4,123,267

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

12.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

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Cusip No. 93148P102 Page 33 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Fund V GP L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

4,123,267 (1)

SOLE DISPOSITIVE POWER

REPORTING PERSON 9.

0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)



TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Investment Fund V (Fund A) L.P., Fortress Investment Fund V (Fund D) L.P. and Fortress Investment Fund V (Fund E) L.P.

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NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Fund V GP (BCF) L.P.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267 (1)

EACH REPORTING PERSON

9.

0

SHARED DISPOSITIVE POWER

WITH

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13. 12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Investment Fund V (Fund B) L.P., Fortress Investment Fund V (Fund C) L.P., Fortress Investment Fund V (Fund F) L.P. and Fortress Investment Fund V (Fund G) L.P.

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Cusip No. 93148P102 Page 35 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FIG LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 8,246,534 (1)

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

8,246,534 (1)

AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON

11.

8,246,534 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (11)

13.

25.0% (BASED UPON 32,987,696 SHARES  
OUTSTANDING AS REPORTED BY THE  
COMPANY IN A PROSPECTUS  
SUPPLEMENT ON FORM 424B7 FILED  
NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as investment advisor to Fortress Investment Fund V (Fund A) L.P., Fortress Investment Fund V (Fund B) L.P., Fortress Investment Fund V (Fund C) L.P., Fortress Investment Fund V (Fund D) L.P., Fortress Investment Fund V (Fund E) L.P., Fortress Investment Fund V (Fund F) L.P. and Fortress Investment Fund V (Fund G) L.P. pursuant to management agreements, and as owner of the membership interests of Fortress Credit Opportunities Advisors LLC, Fortress Credit Opportunities MA Advisors LLC, Fortress Credit Opportunities MA II Advisors LLC and FCO MA LSS Advisors LLC.

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Cusip No. 93148P102 Page 36 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Hybrid GP Holdings LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 4,123,267 (1)

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES  
OUTSTANDING AS REPORTED BY THE  
COMPANY IN A PROSPECTUS  
SUPPLEMENT ON FORM 424B7 FILED  
NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as holder of all the membership interests of FCO Fund GP LLC, FCO Fund II GP LLC, FCO MA GP LLC, FCO MA II GP LLC, and FCO MA LSS GP LLC.

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Cusip No. 93148P102 Page 37 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Fund V GP Holdings Ltd.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

4,123,267 (1)

SOLE DISPOSITIVE POWER

REPORTING PERSON 9.

0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)



TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Fund V GP L.P.

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Cusip No. 93148P102 Page 38 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Fund V GP (BCF) Holdings Ltd.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Cayman Islands

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

4,123,267 (1)

SOLE DISPOSITIVE POWER

REPORTING PERSON 9.

0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Fund V GP (BCF) L.P.

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Cusip No. 93148P102 Page 39 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Principal Holdings I LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES  
BENEFICIALLY OWNED BY

0

SHARED VOTING POWER

8.  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

4,123,267 (1)

SOLE DISPOSITIVE POWER

9.

0

SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES  
OUTSTANDING AS REPORTED BY THE  
COMPANY IN A PROSPECTUS  
SUPPLEMENT ON FORM 424B7 FILED  
NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

(1) Solely in its capacity as holder of all limited company interests in Fortress Fund V GP (BCF) Holdings Ltd.

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Cusip No. 93148P102 Page 40 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FIG Asset Co. LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY OWNED BY

4,123,267 (1)

EACH REPORTING PERSON

SOLE DISPOSITIVE POWER

9.

PERSON

0

WITH SHARED DISPOSITIVE POWER

10.

4,123,267 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

4,123,267 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

12.5% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as sole member of Principal Holdings I LP.

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Cusip No. 93148P102 Page 41 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Operating Entity I LP

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 8,246,534 (1)

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

8,246,534 (1)

AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON

11.

8,246,534 (1)

CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES\*

12.

13.

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (11)

25.0% (BASED UPON 32,987,696 SHARES  
OUTSTANDING AS REPORTED BY THE  
COMPANY IN A PROSPECTUS  
SUPPLEMENT ON FORM 424B7 FILED



NOVEMBER 20, 2014)  
TYPE OF REPORTING PERSON\*

14.

PN

\* See Instructions

(1) Solely in its capacities as managing member of Hybrid GP Holdings LLC, and as holder of all limited company interests of Fortress Fund V GP Holdings Ltd and Fortress Fund V GP (BCF) Holdings Ltd.

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Cusip No. 93148P102 Page 42 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

FIG Corp.

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF  
SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY 8,246,534 (1)

EACH SOLE DISPOSITIVE POWER

REPORTING 9.

PERSON 0

WITH SHARED DISPOSITIVE POWER

10.

8,246,534 (1)

AGGREGATE AMOUNT BENEFICIALLY  
OWNED BY EACH REPORTING PERSON

11.

8,246,534 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT  
IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY  
AMOUNT IN ROW (11)

13.

25.0% (BASED UPON 32,987,696 SHARES  
OUTSTANDING AS REPORTED BY THE  
COMPANY IN A PROSPECTUS  
SUPPLEMENT ON FORM 424B7 FILED  
NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

CO

\* See Instructions

(1) Solely in its capacity as general partner of Fortress Operating Entity I LP.

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Cusip No. 93148P102 Page 43 of 56 Pages

NAME OF REPORTING PERSON

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Fortress Investment Group LLC

(a)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(b) - Joint Filing

3 SEC USE ONLY

SOURCES OF FUNDS\*

4. OO

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

5. ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE OF ORGANIZATION

6. Delaware

SOLE VOTING POWER

7.

NUMBER OF SHARES

0

SHARED VOTING POWER

BENEFICIALLY 8.

OWNED BY EACH

8,246,534 (1)

SOLE DISPOSITIVE POWER

REPORTING PERSON 9. 0

PERSON

WITH

SHARED DISPOSITIVE POWER

10.

8,246,534 (1)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

11.

8,246,534 (1)

12.

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

13.

25.0% (BASED UPON 32,987,696 SHARES OUTSTANDING AS REPORTED BY THE COMPANY IN A PROSPECTUS SUPPLEMENT ON FORM 424B7 FILED NOVEMBER 20, 2014)

TYPE OF REPORTING PERSON\*

14.

OO

\* See Instructions

(1) Solely in its capacity as holder of all shares of FIG Corp. and all membership interests of FIG Asset Co. LLC.

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## Introduction.

This Amendment No. 4 to the statement on Schedule 13D (this “Amendment”) amends the statement on Schedule 13D filed on June 19, 2012 with respect to the shares of common stock, par value \$0.01 per share (the “Common Stock”), of Walker & Dunlop, Inc., a Maryland corporation (the “Company”), as amended by Amendment No. 1 to the Statement filed on September 14, 2012, Amendment No. 2 to the Statement filed on December 31, 2012 and Amendment No. 3 to the Statement filed on May 28, 2013 (the “Statement”).

This Amendment is filed jointly by the following Reporting Persons (i) Fortress Credit Opportunities Fund (A) LP (“FCOF (A)”), (ii) Fortress Credit Opportunities Fund II (A) LP (“FCOF II (A)”), (iii) Fortress Credit Opportunities Fund II (E) LP (“FCOF II (E)”), (iv) FCO MA II UB Securities LLC (“FCO MA II UB”), (v) FCO MA II LP (“FCO MA II”), (vi) FCO MA LSS LP (“FCO MA LSS”), (vii) Fortress Credit Opportunities Fund (B) LP (“FCOF (B)”), (viii) Fortress Credit Opportunities Fund (C) L.P. (“FCOF (C)”), (ix) Fortress Credit Opportunities Fund II (B) LP (“FCOF II (B)”), (x) Fortress Credit Opportunities Fund II (C) L.P. (“FCOF II (C)”), (xi) Fortress Credit Opportunities Fund II (D) L.P. (“FCOF II (D)”), (xii) FTS SIP L.P. (“FTS SIP”), (xiii) FCO Fund GP LLC (“FCO Fund GP”), (xiv) FCO Fund II GP LLC (“FCO Fund II GP”), (xv) FCO MA GP LLC (“FCO MA GP”), (xvi) FCO MA II GP LLC (“FCO MA II GP”), (xvii) FCO MA LSS GP LLC (“FCO MA LSS GP”), (xviii) Fortress Credit Opportunities Advisors LLC (“FCO Advisors”), (xix) Fortress Credit Opportunities MA Advisors LLC (“FCO MA Advisors”), (xx) Fortress Credit Opportunities MA II Advisors LLC (“FCO MA II Advisors”), (xxi) FCO MA LSS Advisors LLC (“FCO MA LSS Advisors”), (xxii) FCOF UB Investments LLC (“FCOF UB”), (xxiii) FCOF II UB Investments LLC (“FCOF II UB”), (xxiv) FIF V WD LLC (“FIF V WD”), (xxv) Fortress Investment Fund V (Fund A) L.P. (“FIF V (A)”), (xxvi) Fortress Investment Fund V (Fund D) L.P. (“FIF V (D)”), (xxvii) Fortress Investment Fund V (Fund E) L.P. (“FIF V (E)”), (xxviii) Fortress Investment Fund V (Fund B) L.P. (“FIF V (B)”), (xxix) Fortress Investment Fund V (Fund C) L.P. (“FIF V (C)”), (xxx) Fortress Investment Fund V (Fund F) L.P. (“FIF V (F)”), (xxxi) Fortress Investment Fund V (Fund G) L.P. (“FIF V (G)”), (xxxii) Fortress Fund V GP L.P. (“FF V GP”), (xxxiii) Fortress Fund V GP (BCF) L.P. (“FF V GP (BCF)”), (xxxiv) FIG LLC, (xxxv) Hybrid GP Holdings LLC (“Hybrid GP Holdings”), (xxxvi) Fortress Fund V GP Holdings Ltd. (“FF V GP Holdings”), (xxxvii) Fortress Fund V GP (BCF) Holdings Ltd. (“FF V GP (BCF) Holdings”), (xxxviii) Principal Holdings I LP (“Principal Holdings I”), (xxxix) FIG Asset Co. LLC (“FIG Asset Co.”), (xl) Fortress Operating Entity I LP (“FOE I”), (xli) FIG Corp. and (xlii) Fortress Investment Group LLC.

Except as provided herein, this Amendment does not modify any of the information previously reported on the Statement. Capitalized terms used but not defined herein have the meanings given to them in the Statement.

## Item 2. Identity and Background.

The response set forth in Item 2 of the Statement is hereby amended by adding the following disclosure to each subsection of Item 2 as indicated below:

(a)-(c),(f):

FIF V WD is a Delaware limited liability company. FIF V WD is in the business of investing in and trading securities and other assets, and has a principal business and principal office address of c/o Fortress Investment Group LLC, 1345 Avenue of the Americas, 46th Floor, New York, New York, 10105. FIF V (A), FIF V (B), FIF V (C), FIF V (D), FIF V (E), FIF V (F), and FIF V (G) are holders of the membership interests of FIF V WD and have the ability to direct the management and affairs of FIF V WD.

Set forth in Schedule A-1 attached hereto is a listing of the directors and executive officers of FIF V WD (collectively, the “FIF V WD Covered Persons”), and the business address and present principal occupation or employment of each of the FIF V WD Covered Persons, and is incorporated herein by reference. Each of the FIF V WD Covered Persons is a

United States citizen.

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Cusip No. 93148P102 Page 45 of 56 Pages

(d)-(e):

None of the FIF V WD or the FIF V WD Covered Persons identified in this Item 2 has during the past five years been convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors), nor been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction which resulted in a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

#### Item 4. Purpose of Transaction.

The response set forth in Item 4 of the Statement is hereby amended by adding the following after the last paragraph of Item 4:

On November 20, 2014, FIF V WD, FCOF UB, FCOF II UB, FTS SIP, FCO MA II UB and FCO MA LSS (collectively, the "Selling Shareholders") entered into an Underwriting Agreement (the "Underwriting Agreement") with Morgan Stanley & Co. LLC and the Company pursuant to which the Selling Shareholders agreed to sell 2,000,000 shares of the Company's Common Stock owned by the Selling Shareholders to the Underwriter at a price of \$15.30 per share. Pursuant to the terms of the Underwriting Agreement, the Selling Shareholders granted the Underwriter a 30-day option to purchase up to an additional 300,000 shares of the Company's Common Stock owned by the Selling Shareholders. The sale, including the exercise by the Underwriter of its overallotment option, was consummated on November 25, 2014. The foregoing description of the Underwriting Agreement does not purport to be complete and is qualified in its entirety by reference to the Underwriting Agreement filed as Exhibit 8 hereto and incorporated by reference herein.

In addition, on March 14, 2014, the Company entered into an agreement to repurchase all of the shares of Common Stock owned by Column Guaranteed LLC. As a result, the Reporting Persons are no longer deemed to share the power to vote the shares of Common Stock held by Column Guaranteed LLC pursuant to the Voting Agreement described in the initial Statement.

Except as set forth above in this Item 4, as amended and supplemented, none of the Reporting Persons nor, to the knowledge of the Reporting Persons, any person set forth in Schedule A or Schedule A-1 to the Statement, has any present plans or proposals which relate to or would result in any of the actions specified in clauses (a) through (i) of Item 4 of the Statement.

#### Item 5. Interest in Securities of the Issuer.

The response set forth in Item 5 of the Statement is hereby amended by adding the following disclosure to each subsection of Item 5 as indicated below:

(a)-(b) See cover pages for each Reporting Person.

On September 4, 2013: (i) FIF V (A) transferred 2,412,362 shares of Common Stock to FIF V WD; (ii) FIF V (B) transferred 780,969 shares of Common Stock to FIF V WD; (iii) FIF V (C) transferred 835,793 shares of Common Stock to FIF V WD; (iv) FIF V (D) transferred 993,867 shares of Common Stock to FIF V WD; (v) FIF V (E) transferred 44,424 shares of Common Stock to FIF V WD; (vi) FIF V (F) transferred 81,096 shares of Common Stock to FIF V WD; and (vii) FIF V (G) transferred 124,756 shares of Common Stock to FIF V WD.



On November 25, 2014, the following sales of Common Stock were effected:

	Shares
Reporting Person: Sold:	
FIF V WD	1,150,000
FCOF UB	460,000
FCOF II UB	306,667
FTS SIP	191,667
FCO MA II UB	153,333
FCO MA LSS	38,333
Total	2,300,000

As a result of the foregoing transfers, Fortress Investment Group LLC, through its subsidiaries, may be deemed to beneficially own 8,246,534 shares of Common Stock (the "Shares"). Each of the Reporting Persons disclaims beneficial ownership of such Shares except to the extent of its pecuniary interest therein.

(c) Except as otherwise described herein, neither the Reporting Persons nor, to the knowledge of the Reporting Persons, any person named on Schedule A or Schedule A-1 to the Statement, has effected any transaction in Common Stock during the past 60 days.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

The response set forth in Item 6 of the Statement is hereby amended by adding the following after the last paragraph of Item 6:

Item 4 above summarizes certain provisions of the Underwriting Agreement and is incorporated herein by reference. A copy of the Underwriting Agreement is attached as Exhibit 8 to this Amendment No. 4, and is incorporated by reference herein.

Item 7. Material to be Filed as Exhibits.

The response set forth in Item 7 of the Statement is hereby amended by adding the following after the last paragraph of Item 7:

Exhibit 8: Underwriting Agreement, dated as of November 20, 2014, by and among Walker & Dunlop, Inc., FIF V WD LLC, FCOF UB Investments LLC, FCOF II UB Investments LLC, FTS SIP L.P., FCO MA II UB Securities LLC, FCO MA LSS LP and Morgan Stanley & Co. LLC (incorporated by reference to Exhibit 1.1 to the Current Report on Form 8-K filed by Walker & Dunlop, Inc. on November 21, 2014).

Exhibit 9: Joinder to the Joint Filing Agreement, dated as of November 28, 2014, of FIF V WD

Cusip No. 93148P102 Page 47 of 56 Pages

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: November 28, 2014

Fortress Credit Opportunities Fund (A) LP

By: FCO Fund GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund II (A) LP

By: FCO Fund II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund II (E) LP

By: FCO Fund II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO MA II UB Securities LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO MA II LP

By: FCO MA II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Cusip No. 93148P102 Page 48 of 56 Pages

FCO MA LSS LP

By: FCO MA LSS GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund (B) LP

By: FCO Fund GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund (C) L.P.

By: FCO Fund GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund II (B) LP

By: FCO Fund II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund II (C) L.P.

By: FCO Fund II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit Opportunities Fund II (D) L.P.

By: FCO Fund II GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Cusip No. 93148P102 Page 49 of 56 Pages

FTS SIP L.P.

By: FCO MA GP LLC, its general partner

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO Fund GP LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO Fund II GP LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO MA GP LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO MA II GP LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

FCO MA LSS GP LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Fortress Credit  
Opportunities Advisors LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Authorized Signatory

Cusip No. 93148P102 Page 50 of 56 Pages

Fortress Credit  
Opportunities MA Advisors  
LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

Fortress Credit Opportunities  
MA II Advisors LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

FCO MA LSS Advisors LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

FCOF UB Investments LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

FCOF II UB Investments LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

FIF V WD LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

Fortress Investment Fund V (Fund A) L.P.

By its General Partner Fortress Fund V GP L.P.

By its General Partner Fortress Fund V GP Holdings Ltd.

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary



Cusip No. 93148P102 Page 51 of 56 Pages

Fortress Investment Fund V (Fund D) L.P.

By its General Partner Fortress Fund V GP L.P.

By its General Partner Fortress Fund V GP Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Investment Fund V (Fund E) L.P.

By its General Partner Fortress Fund V GP L.P.

By its General Partner Fortress Fund V GP Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Investment Fund V (Fund B) L.P.

By its General Partner Fortress Fund V GP (BCF) L.P.

By its General Partner Fortress Fund V GP (BCF) Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Investment Fund V (Fund C) L.P.

By its General Partner Fortress Fund V GP (BCF) L.P.

By its General Partner Fortress Fund V GP (BCF) Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

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Cusip No. 93148P102 Page 52 of 56 Pages

Fortress Investment Fund V (Fund F) L.P.

By its General Partner Fortress Fund V GP (BCF) L.P.

By its General Partner Fortress Fund V GP (BCF) Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Investment Fund V (Fund G) L.P.

By its General Partner Fortress Fund V GP (BCF) L.P.

By its General Partner Fortress Fund V GP (BCF) Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Fund V GP L.P.

By its General Partner Fortress  
Fund V GP Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

Fortress Fund V GP (BCF) L.P.

By its General Partner Fortress  
Fund V GP (BCF) Holdings Ltd.

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary

FIG LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary



Cusip No. 93148P102 Page 53 of 56 Pages

Hybrid GP Holdings LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Authorized Signatory

Fortress Fund V GP Holdings  
Ltd.

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

Fortress Fund V GP (BCF)  
Holdings Ltd

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

Principal Holdings I LP

By its General Partner FIG Asset  
Co. LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

FIG Asset Co. LLC

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

Fortress Operating Entity I LP

By its General Partner FIG Corp.

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary

FIG Corp.

By: /s/ David Brooks  
Name: David N. Brooks  
Title: Secretary



Cusip No. 93148P102 Page 54 of 56 Pages

Fortress Investment Group LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: General Counsel & Secretary

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Cusip No. 93148P102 Page 55 of 56 Pages

Schedule A-1

Directors and Executive Officers

The name and principal occupation of each of the directors and executive officers of FIF V WD LLC are listed below. The principal business address of each of the directors and executive officers is c/o Fortress Investment Group LLC 1345 Avenue of the Americas, 46th Floor, New York, NY 10105.

<u>Name</u>	<u>Principal Occupation</u>
Wesley R Edens	Chief Executive Officer
Randal A. Nardone	Chief Operating Officer
John Morrissey	Chief Financial Officer & Treasurer
David N. Brooks	Secretary
Cameron MacDougal	Assistant Secretary

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Exhibit 9

Joinder to the Joint Filing Agreement

Reference is made to the Joint Filing Agreement dated as of June 18, 2012 (the “Joinder Agreement”) among the following persons: (i) CW Financial Services LLC (“CW Financial”), (ii) CWFS Holdings LLC (“CWFS Holdings”), (iii) Galaxy Acquisition LLC, (iv) Galaxy CF Holdings LLC, (v) Galaxy PEF Holdings LLC, (vi) Fortress Credit Opportunities Fund (A) LP, (vii) Fortress Credit Opportunities Fund II (A) LP, (viii) Fortress Credit Opportunities Fund II (E) LP, (ix) FCO MA II LP, (x) FCO MA LSS LP, (xi) Galaxy CF UST Investment Holdings LLC, (xii) Fortress Credit Opportunities Fund (B) LP, (xiii) Fortress Credit Opportunities Fund (C) L.P., (xiv) Fortress Credit Opportunities Fund II (B) LP, (xv) Fortress Credit Opportunities Fund II (C) L.P., (xvi) Fortress Credit Opportunities Fund II (D) L.P., (xvii) FTS SIP L.P., (xviii) FCO Fund GP LLC, (xix) FCO Fund II GP LLC, (xx) FCO MA GP LLC, (xxi) FCO MA II GP LLC, (xxii) FCO MA LSS GP LLC, (xxiii) Fortress Credit Opportunities Advisors LLC, (xxiv) Fortress Credit Opportunities MA Advisors LLC, (xxv) Fortress Credit Opportunities MA II Advisors LLC, (xxvi) FCO MA LSS Advisors LLC, (xxvii) Fortress Investment Fund V (Fund A) L.P., (xxviii) Fortress Investment Fund V (Fund D) L.P., (xxix) Fortress Investment Fund V (Fund E) L.P., (xxx) Galaxy Acquisition Blocker B LLC, (xxxi) Galaxy Acquisition Blocker CFG LLC, (xxxii) Fortress Investment Fund V (Fund B) L.P., (xxxiii) Fortress Investment Fund V (Fund C) L.P., (xxxiv) Fortress Investment Fund V (Fund F) L.P., (xxxv) Fortress Investment Fund V (Fund G) L.P., (xxxvi) Fortress Fund V GP L.P., (xxxvii) Fortress Fund V GP (BCF) L.P., (xxxviii) FIG LLC, (xxxix) Hybrid GP Holdings LLC, (xl) Fortress Fund V GP Holdings Ltd., (xli) Fortress Fund V GP (BCF) Holdings Ltd., (xlii) Principal Holdings I LP, (xliii) FIG Asset Co. LLC, (xliv) Fortress Operating Entity I LP, (xlv) FIG Corp. and (xlvi) Fortress Investment Group LLC

As of the date hereof, the undersigned hereby agrees to become bound by the obligations of the Joinder Agreement.

This Joinder to the Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of November 28, 2014.

FIF V WD LLC

By: /s/ David Brooks

Name: David N. Brooks

Title: Secretary