FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average b	urden								
hours per response:	0.5								

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* FELDSTEIN ERIC A					2. Issuer Name <b>and</b> Ticker or Trading Symbol Open Lending Corp [ LPRO ]								(Che	elationship o eck all applic Directo	son(s) to Iss 10% Ov				
(Last)	(F	irst)	) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023								(give title		Other (s below)	specify
C/O OPEN LENDING CORPORATION 1501 S. MOPAC EXPRESSWAY, SUITE 450					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person									·				
(Street)	(Street) AUSTIN TX 78746					Form filed by More than One Reporting Person													
(City)	(S	itate)	e) (Zip)				Rule 10b5-1(c) Transaction Indication  Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		Tak	ole I - No	n-Deri	ivative	e Se	ecuritie	s Acc	uired,	Dis	posed o	f, or E	ene	ficiall	y Owned				
1. Title of Security (Instr. 3)  2. Trans Date (Month/				2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)  4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)				Securities Beneficially Owned Following			: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership					
								Code	v	Amount	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	Stock, par	value \$0.01 per	share	05/2	24/2023	/2023		M		9,569	9,569 <sup>(1)</sup> A		\$ <mark>0</mark>	12,539			D		
			Table II -						,	•	osed of, onvertil			•	Owned				`
Derivative Conversion		3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,		ransaction Derivative Code (Instr. Securities		6. Date Expiratio (Month/D		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported		Ownership of Ind Form: Benef Direct (D) Owne	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	OI N Of	umber		Transaction(s) (Instr. 4)			
Restricted Stock Units	(2)	05/24/2023			M			9,569	(3)		(3)	Commo Stock par val \$0.01 per sha	ue 9	9,569	\$0	0		D	
Restricted Stock Units	(2)	05/24/2023			A		10,162		(4)		(4)	Commo Stock par val \$0.01	ue 1	0,162	\$0	10,162	2	D	

## Explanation of Responses:

- $1.\ Reflects\ restricted\ stock\ units\ that\ upon\ vesting\ converted\ into\ shares\ of\ LPRO\ common\ stock.$
- 2. Each restricted stock unit represents a contingent right to receive one share of LPRO common stock.
- 3. These restricted stock units vested on May 24, 2023.
- 4. These restricted stock units will vest on the earlier of (i) May 24, 2024 and (ii) the next annual meeting of the Issuer's stockholders following the date of the grant.

## Remarks:

/s/ Matthew Stark, as Attorneyin-Fact

\*\* Signature of Reporting Person

05/26/2023

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.

## POWER OF ATTORNEY

**KNOW ALL BY THESE PRESENT**, that the undersigned hereby constitutes and appoints Matthew Stark, Charles D. Jehl and Ben Massey, individually and not jointly, as the undersigned's true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Open Lending Corporation (the "<u>Company</u>"), any and all Forms 3, 4 and 5 required to be filed by the undersigned in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "<u>Act</u>") and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the U.S. Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned, pursuant to this Power of Attorney, shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that no such attorney-in-fact, in serving in such capacity at the request of the undersigned, is hereby assuming, nor is the Company hereby assuming, any of the undersigned's responsibilities to comply with Section 16 of the Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

**IN WITNESS WHEREOF**, the undersigned has caused this Power of Attorney to be executed as of this 9th day of May, 2023.

By: <u>/s/ Eric A. Feldstein</u> Name: Eric A. Feldstein