

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

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>Bregal Sagemount I, L.P.</u> <hr/> (Last) (First) (Middle) SECOND FLOOR, WINDWARD HOUSE LA ROUTE DE LA LIBERATION <hr/> (Street) ST. HELIER, Y9 JE2 3BQ <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Open Lending Corp [LPRO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/06/2021	
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	04/06/2021		D		313,997 ⁽¹⁾	D	\$34	14,592,032	D ⁽²⁾	
Common Stock	04/06/2021		S		5,305,840 ⁽³⁾	D	\$34	9,286,192	D ⁽²⁾	
Common Stock	04/06/2021		D		1,735 ⁽⁴⁾	D	\$34	25,481	I	See Footnote ⁽⁵⁾
Common Stock	04/06/2021		S		25,481 ⁽⁶⁾	D	\$34	0	I	See Footnote ⁽⁵⁾

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)					

1. Name and Address of Reporting Person*
Bregal Sagemount I, L.P.

 (Last) (First) (Middle)
 SECOND FLOOR, WINDWARD HOUSE
 LA ROUTE DE LA LIBERATION

 (Street)
 ST. HELIER, Y9 JE2 3BQ

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
Bregal North America General Partner Jersey Ltd

 (Last) (First) (Middle)
 SECOND FLOOR, WINDWARD HOUSE
 LA ROUTE DE LA LIBERATION

 (Street)
 ST. HELIER, Y9 JE2 3BQ

JERSEY

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Bregal Investments, Inc.](#)

(Last) (First) (Middle)

277 PARK AVENUE
29TH FLOOR

(Street)

NEW YORK NY 10172

(City) (State) (Zip)

Explanation of Responses:

1. Represents shares sold to the Issuer by Bregal Sagemount I, L.P. ("Bregal Sagemount") on April 6, 2021 in connection with the Offering (as defined below) pursuant to the Stock Repurchase Agreement (the "Stock Repurchase Agreement"), dated March 29, 2021, between the Issuer, Bregal Sagemount, Bregal Investments (defined below) and the other selling shareholders party thereto.

2. Bregal Sagemount is the record holder of the shares reported. Bregal North America General Partner Jersey Limited (the "General Partner") is the General Partner of Bregal Sagemount. Bregal Investments, Inc. ("Bregal Investments") is the registered investment advisor of Bregal Sagemount. Each of the General Partner and Bregal Investments disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that it is the beneficial owner of such shares for Section 16 of the Securities Exchange Act of 1934 or any other purposes.

3. Represents shares sold to the underwriters (inclusive of underwriting discount) by Bregal Sagemount on April 6, 2021, pursuant to the Underwriting Agreement dated April 1, 2021, as described in the Rule 424B4 prospectus filed with the SEC on April 1, 2021 (the "Offering").

4. Represents shares sold to the Issuer by Bregal Investments on April 6, 2021 in connection with the Offering pursuant to the Stock Repurchase Agreement.

5. The shares reported are held directly by Bregal Investments. Each of Bregal Sagemount and the General Partner disclaims beneficial ownership of these shares except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed an admission that it is the beneficial owner of such shares for Section 16 of the Securities Exchange Act of 1934 or any other purposes.

6. Represents shares sold to the underwriters (inclusive of underwriting discount) by Bregal Investments on April 6, 2021, pursuant to the Offering.

Remarks:

[Bregal Sagemount I, L.P., By:](#)
[Bregal North America General](#)
[Partner Jersey Limited: Its; 04/08/2021](#)
[General Partner, By: /s/ Paul](#)
[Andrew Bradshaw, Director](#)

[Bregal Sagemount I, L.P., By:](#)
[Bregal North America General](#)
[Partner Jersey Limited: Its; 04/08/2021](#)
[General Partner, By: /s/ Elena](#)
[Dinamling Bubod, Alternate](#)
[Director](#)

[Bregal North America General](#)
[Partner Jersey Limited, By: /s/ 04/08/2021](#)
[Paul Andrew Bradshaw,](#)
[Director](#)

[Bregal North America General](#)
[Partner Jersey Limited, By: /s/ 04/08/2021](#)
[Elena Dinamling Bubod,](#)
[Alternate Director](#)

[Bregal Investments, Inc., By:](#)
[/s/ Michelle S. Riley, 04/08/2021](#)
[Secretary](#)

[Bregal Investments, Inc., By:](#)
[/s/ Ronald Fishman, Treasurer 04/08/2021](#)

** 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.