SEC Form 4
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# FORM 4

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

OMB APPROVAL

- 1	0	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Addr	ess of Reporti	ng Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Greenberg Blair J.</u>			<u>Open Lending Corp</u> [ LPRO ]	X	Director	Х	10% Owner		
(Last) C/O BREGAL			3. Date of Earliest Transaction (Month/Day/Year) 08/24/2021		Officer (give title below)		Other (specify below)		
277 PARK AVENUE, 29TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check Applica Line)				
(Street) NEW YORK	NY	10172		X	Form filed by One Form filed by Mor Person	•	0		
(City)	(State)	(Zip)							
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)	Transaction Code (Instr.		Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	08/24/2021		s		170,000	D	\$34.7501(1)	8,268,192	I	See Footnote <sup>(2)</sup>		

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10 11. Nature Ownership Derivative Conversion Date Execution Date Transaction Expiration Date (Month/Day/Year) Amount of Derivative derivative of Indirect (Month/Day/Year) Security (Instr. 3) if any (Month/Day/Year) Derivative or Exercise Code (Instr. Securities Security Securities Form: **Beneficial** Price of 8) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership or Indirect (I) (Instr. 4) Derivative Acquired Derivative Owned (Instr. 4) (A) or Disposed Security (Instr. 3 and 4) Security Following Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares

### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$34.75 to \$34.80, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

2. The shares reported herein are held directly by Bregal Sagemount I, L.P. ("Bregal Sagemount"). The Reporting Person is the director of Bregal Investments, Inc. ("Bregal Investments"), which is the registered investment advisor of Bregal Sagemount. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that he is the beneficial owner of such shares for Section 16 of the Securities Exchange Act of 1934 or any other purposes.

## **Remarks:**

## <u>/s/ Blair Greenberg</u>

\*\* Signature of Reporting Person

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.

08/26/2021 Date