SEC Form 4

Instruction 1(b).

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL										
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05

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(n) of the investment Company Act of 1940	
1. Name and Address of Reporting Person* <u>Yoon Gene</u>			2. Issuer Name and Ticker or Trading Symbol <u>Open Lending Corp</u> [LPRO]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner
1	(First)	1 () () () () () () () () () (3. Date of Earliest Transaction (Month/Day/Year) 08/19/2021	Officer (give title Other (specify below) below)
277 PARK AVENUE, 29TH FLOOR		FLOOR	4. If Amendment, Date of Original Filed (Month/Day/Year) 08/23/2021	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street) NEW YORK	K NY	10172		X Form filed by One Reporting Person Form filed by More than One Reporting Person
(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)	3. Transa Code (8)		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	08/19/2021		S		500,000	D	\$31.4	8,786,192	Ι	See Footnote ⁽¹⁾
Common Stock	08/20/2021		s		264,780	D	\$31.5	8,521,412	I	See Footnote ⁽¹⁾
Common Stock	08/20/2021		S		65,220	D	\$33.3269(2)	8,456,192	I	See Footnote ⁽¹⁾

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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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	and s	5) (D)	Date Expiration Exercisable Date		Title	Amount or Number of Shares				

Explanation of Responses:

1. 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.

2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$33.48 to \$33.26, inclusive.

Remarks:

This amendment is being filed in order to amend the number of shares reflected in Table I, Column 5, Rows 2 and 3 for the sales of Common Stock on 8/20/2021. The information reported in the original Form 4, filed with the Securities & Exchange Commission on August 23, 2021, is otherwise correct in all respects.

> /s/ Gene Yoon ** Signature of Reporting Person Date

09/13/2021

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.

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