

Event Notice Pursuant to SEC Rule 15c2-12(b)(5)(C)

Issuer/Obligated Person: Oklahoma Student Loan Authority (the “Authority”)

Issues and CUSIP Numbers to which this Report relates: Oklahoma Student Loan Bonds and Notes, Tax-Exempt Non-AMT LIBOR Floating Rate Bonds

Senior Series 2010A-2A CUSIP: 679110 DZ6

Senior Series 2010A-2B CUSIP: 679110 EB8

Event Reported: Increases in the redemption prices for Solicitation of Consents for Amendment of Indenture

The Authority has previously issued the series of bonds referenced above (the “Series 2010A Bonds”). The Authority previously commenced a solicitation of consents (the “Consent Solicitation”) to permit the amendment of the indenture pursuant to which the Series 2010A Bonds were issued to permit an earlier sale of the loan portfolio securing the Series 2010A Bonds and a corresponding redemption of the Series 2010A Bonds from such sale or any other source of funds. Such amendment requires the consent of the registered owners of a majority in collective aggregate principal amount of the Series 2010A Bonds outstanding. Attached is a Supplement to Consent Solicitation Statement disseminated by the Authority today concerning increases in the redemption prices for the previously announced Consent Solicitation with respect to the Series 2010A Bonds.

The information contained in this Notice has been submitted by the Authority to report certain events with respect to the Series 2010A Bonds. Nothing contained in this Notice is, or should be construed as, a representation by the Authority that the information included in this Notice constitutes all of the information that may be material to a decision to invest in, hold or dispose of any of the securities listed above, or any of the securities of the Authority.

For additional information, contact:

Mr. James Bartlett
Director – Accounting and Finance
525 Central Park Drive, Suite 600
Oklahoma City, OK (Physical Zip Code: 73105-1706)
Post Office Box 18145
Oklahoma City, OK (Mail Zip Code: 73154)
Telephone: (405) 556-9239
Facsimile: (405) 556-9255

Date submitted: July 23, 2021.

**SUPPLEMENT TO
CONSENT SOLICITATION STATEMENT
DATED JULY 9, 2021**

**OKLAHOMA STUDENT LOAN AUTHORITY
Oklahoma Student Loan Bonds and Notes
Tax-Exempt Non-AMT LIBOR Floating Rate Bonds, Senior Series 2010A-2A
Maturing: September 1, 2037
CUSIP: 679110 DZ6
(the “Series 2010A-2A Bonds”)
and
Oklahoma Student Loan Bonds and Notes
Tax-Exempt Non-AMT LIBOR Floating Rate Bonds, Senior Series 2010A-2B
Maturing: September 1, 2037
CUSIP: 679110 EB8
(the “Series 2010A-2B Bonds”)**

Record Date: 5:00 p.m. New York City
time, July 8, 2021

Solicitation Deadline: 5:00 p.m. New York City
time, July 29, 2021, unless otherwise extended

On July 9, 2021 the Oklahoma Student Loan Authority (the “*Authority*”) issued its Consent Solicitation Statement (the “*Consent Solicitation Statement*”) soliciting consents from the owners of the above-captioned bonds (the “*Series 2010A Bonds*”) to the amendment of the Indenture of Trust, dated as of September 1, 2010 (as amended and supplemented, the “*Indenture*”), by and between the Authority and BOKF, NA dba Bank of Oklahoma, as trustee (the “*Trustee*”), to permit an earlier sale of the loan portfolio securing the Series 2010A Bonds and a corresponding redemption of the Series 2010A Bonds from such sale or any other source of funds. The Authority hereby amends and supplements the Consent Solicitation Statement as described herein (this “*Supplement*”). This Supplement should be read in conjunction with the entire Consent Solicitation Statement and shall be deemed to be a part thereof. Words and terms used herein but not otherwise defined herein shall have the meaning set forth for such words and terms in the Consent Solicitation Statement.

The Consent Solicitation Statement indicated that (i) the Redemption Price for any Series 2010A-2A Bonds being redeemed in accordance with the redemption provision being added to the Indenture upon receipt of the Requisite Consents obtained through the Consent Solicitation Statement would be 101.5% of the Outstanding Amount thereon, plus accrued interest and (ii) the Redemption Price for any Series 2010A-2B Bonds being redeemed in accordance with the redemption provision being added to the Indenture upon receipt of the Requisite Consents obtained through the Consent Solicitation Statement would be 101.0% of the Outstanding Amount thereon, plus accrued interest. The Consent Solicitation Statement is hereby amended (and the Supplemental Indenture shall be revised to conform to this amendment) to increase (a) the Redemption Price for any Series 2010A-2A Bonds being redeemed in accordance with the redemption provision being added to the Indenture upon receipt of the Requisite Consents obtained through the Consent Solicitation Statement to 102.0% of the Outstanding Amount thereon, plus accrued interest, and (b) the Redemption Price for any Series 2010A-2B Bonds being redeemed in accordance with the redemption provision being added to the Indenture upon receipt of the Requisite Consents obtained through the Consent Solicitation Statement to 101.5% of the Outstanding Amount thereon, plus accrued interest. A revised Consent Solicitation Response Form is included in Appendix A hereto. Executed Consents must be submitted to the Information and Tabulation Agent prior to the Solicitation Deadline. **Any approving Consents received by the Information and Tabulation Agent prior to, on or after the date hereof will be considered to be effective consents to such higher**

Redemption Prices. Any Owners who have previously delivered their approving Consent need not take any further action.

Except as expressly supplemented hereby, the terms of the Supplemental Indenture and the Series 2010A Bonds set forth in the Consent Solicitation Statement remain unchanged.

The date of this Supplement is July 23, 2021.

APPENDIX A

CONSENT SOLICITATION RESPONSE FORM

**Oklahoma Student Loan Authority
(the “Authority”)**

**Oklahoma Student Loan Bonds and Notes
Tax-Exempt Non-AMT LIBOR Floating Rate Bonds, Senior Series 2010A-2A
Maturing: September 1, 2037
CUSIP: 679110DZ6
(the “Series 2010A-2A Bonds”)**

and

**Oklahoma Student Loan Bonds and Notes
Tax-Exempt Non-AMT LIBOR Floating Rate Bonds, Senior Series 2010A-2B
Maturing: September 1, 2037
CUSIP: 679110EB8
(the “Series 2010A-2B Bonds”)**

Record Date: July 8, 2021

Solicitation Deadline: 5:00 p.m., New York City time, on July 29, 2021 (the “Solicitation Deadline”)

INSTRUCTIONS

- **Mark the applicable box** below for your clients, the beneficial owners of the above listed bonds as of the Record Date of July 8, 2021.
- **Execute this Consent Solicitation Response Form.** This Consent Solicitation Response Form must be executed by the Registered Owner or DTC Participant in exactly the same manner as the name appears on the Series 2010A Bonds or DTC’s records, as applicable, and the signature must be Medallion Guaranteed. However, the Authority has authorized the Information and Tabulation Agent to accept other evidence of valid execution of a Consent Solicitation Response Form in lieu of a signature Medallion Guarantee on a case-by-case basis upon receipt by the Information and Tabulation Agent of a written request by a Registered Owner or custodian
- **DELIVERY:** This executed Consent Solicitation Response Form must be received by the Tabulation Agent, Globic Advisors Inc., no later than 5:00 p.m., New York City time, on July 29, 2021 (or such later date to which the Authority, in its sole discretion, may extend such deadline), via e-mail or facsimile with originals to follow by mail, via overnight courier or second-day delivery, to the following:

Globic Advisors Inc.
Attn: Robert Stevens
485 Madison Avenue, 7th Floor
New York, NY 10022
Fax: 212-271-3252
E-Mail: rstevens@globic.com

This Consent Solicitation Response Form relates to the proposed First Supplemental Indenture, between the Oklahoma Student Loan Authority (the “Authority”) and BOKF, NA dba Bank of Oklahoma, as trustee (the “Trustee”), in substantially the form attached as Appendix B to the Consent Solicitation Statement, dated July 9, 2021 (the “Consent Solicitation Statement”), which, if approved and subsequently executed by the Authority and the Trustee, would amend the Indenture of Trust, dated as of September 1, 2010, between the Authority and the Trustee securing the Authority’s Oklahoma Student Loan Bonds and Notes, Tax-Exempt Non-AMT LIBOR Floating Rate Bonds, Senior Series 2010A-2A and Senior Series 2010A-2B (collectively, the “Series 2010A Bonds”). Capitalized terms used but not defined herein shall have the meanings set forth in the Consent Solicitation Statement.

STEP 1: VOTE

Please fill out based upon your client’s direction (*check one*).

Please attach additional schedules as necessary.

The undersigned represents and warrants that it is authorized to convey directions to the Authority for the original face amount of Series 2010A Bonds specified below as of the Record Date of July 8, 2021.

The undersigned **CONSENTS** to the execution and delivery of the First Supplemental Indenture on or prior to December 31, 2021 (a) to permit the Authority to purchase the Financed Eligible Loans out of the Indenture and (b)(i) to permit the simultaneous early redemption of all, but not part, of the Series 2010A-2A Bonds at a redemption price equal to 102.0% of the Outstanding Amount thereof, plus accrued interest, and (ii) to permit the simultaneous early redemption of all, but not part, of the Series 2010A-2B Bonds at a redemption price equal to 101.5% of the Outstanding Amount thereof, plus accrued interest, from the proceeds of the purchase of the Financed Eligible Loans or any other source of funds available to the Authority.

CUSIP	ORIGINAL PRINCIPAL AMOUNT ACCEPTING
679110DZ6	\$
679110EB8	\$

The undersigned **REJECTS** the execution and delivery of the First Supplemental Indenture.

CUSIP	ORIGINAL PRINCIPAL AMOUNT REJECTING
679110DZ6	\$
679110EB8	\$

STEP 2: EXECUTION BY AUTHORIZED SIGNATORY

By signing below, the nominee/custodian hereby certifies that (i) the summary is a true and accurate schedule of the Record Date beneficial owners of the Series 2010A Bonds who have delivered their vote to the undersigned nominee/custodian and (ii) the undersigned nominee/custodian is the holder, through a position held at a securities depository, or in Street Name, of the securities set forth above.

Date Submitted: _____, 2021 **DTC Participant Number:** _____

Print Name of Company: _____

Authorized Employee Contact (Print Name): _____

Title: _____ **E-Mail:** _____

Tel. No.: _____ **Fax No.:** _____

Signature: _____

MEDALLION STAMP:

DELIVERY: This executed Consent Solicitation Response Form must be **received** by the Information and Tabulation Agent, Globic Advisors Inc., **no later than 5:00 p.m., New York City time, on July 29, 2021** (or such later date to which the Trustee, in its sole discretion, may extend such deadline), via e-mail or facsimile with originals to follow by mail, via overnight courier or second-day delivery, to the following:

Globic Advisors Inc.
Attn: Robert Stevens
485 Madison Avenue, 7th Floor
New York, NY 10022
Fax: 212-271-3252
E-Mail: rstevens@globic.com