

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 Notice relates: Oklahoma Student Loan Bonds and Notes, Taxable LIBOR-Indexed Floating Rate Bonds

Series 2011-1

CUSIP: 679110 EC6

Event Reported: Increase in Redemption Price for Solicitation of Consents for Amendment of Indenture

The Authority has previously issued the series of bonds referenced above (the “Series 2011-1 Bonds”). The Authority previously commenced a solicitation of consents (the “Consent Solicitation”) to permit the amendment of the indenture pursuant to which the Series 2011-1 Bonds were issued to permit an earlier sale of the loan portfolio securing the Series 2011-1 Bonds and a corresponding redemption of the Series 2011-1 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 2011-1 Bonds outstanding. Attached is a Second Supplement to Consent Solicitation Statement disseminated by the Authority today concerning an increase in the redemption price for the previously announced Consent Solicitation with respect to the Series 2011-1 Bonds.

The information contained in this Notice has been submitted by the Authority to report certain events with respect to the Series 2011-1 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: August 4, 2021.

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

**OKLAHOMA STUDENT LOAN AUTHORITY
Oklahoma Student Loan Bonds and Notes
Taxable LIBOR Indexed Floating Rate Bonds, Series 2011-1
Maturing: June 1, 2040
CUSIP: 679110 EC6**

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

Solicitation Deadline: 5:00 p.m. New York City
time, August 12, 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 2011-1 Bonds*”) to the amendment of the Indenture of Trust, dated as of June 1, 2011 (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 2011-1 Bonds and a corresponding redemption of the Series 2011-1 Bonds from such sale or any other source of funds. The Authority hereby amends and supplements the Consent Solicitation Statement as described herein (this “*Second Supplement*”). This Second Supplement should be read in conjunction with the entire Consent Solicitation Statement, as previously amended, 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 the Redemption Price for any Series 2011-1 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 100.5% 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 the Redemption Price for any Series 2011-1 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 101.4% 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, as extended. **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 Price. 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 2011-1 Bonds set forth in the Consent Solicitation Statement remain unchanged.

The date of this Second Supplement is August 4, 2021.

APPENDIX A

CONSENT SOLICITATION RESPONSE FORM

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

**Oklahoma Student Loan Bonds and Notes
Taxable LIBOR Indexed Floating Rate Bonds, Series 2011-1
Maturing: June 1, 2040
CUSIP: 679110EC6
(the “Series 2011-1 Bonds”)**

Record Date: July 8, 2021

Solicitation Deadline: 5:00 p.m., New York City time, on August 12, 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 2011-1 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 August 12, 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 (as amended, 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 June 1, 2011, between the Authority and the Trustee securing the Series 2011-1 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 2011-1 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 to permit the Authority to purchase the Financed Eligible Loans out of the Indenture and to permit the simultaneous early redemption of all, but not part, of the Series 2011-1 Bonds at a redemption price equal to 101.4% 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
679110EC6	\$

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

CUSIP	ORIGINAL PRINCIPAL AMOUNT REJECTING
679110EC6	\$

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 2011-1 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 August 12, 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