П

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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

| 1. Name and Add   | ress of Reporting | Person*        | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>Oaktree Specialty Lending Corp [ OCSL ] |                       | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)               |                          |  |  |  |
|---|-------------------|----------------|---|-----------------------|---|--------------------------|--|--|--|
| Lee Edgar   |                   |                | Contract opectancy bendning corp [ 0001 ]   |                       | Director  | 10% Owner                |  |  |  |
|   |                   |                | -   | _ x                   | Officer (give title<br>below)   | Other (specify<br>below) |  |  |  |
| (Last)(First)(Middle)C/O OAKTREE SPECIALTY LENDING CORP333 SOUTH GRAND AVENUE, 28TH FLOOR |                   |                | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/15/2017                                | See Remarks           |   |                          |  |  |  |
| (Street)<br>LOS ANGELI<br>(City)  | ES CA<br>(State)  | 90071<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                      | 6. Indi<br>Line)<br>X | vidual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person | porting Person           |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 - Non-Derivative decunities Acquired, Disposed of, or Denenotary Owned |                  |  |   |      |   |        |               |          |   |   |   |
|--|------------------|--|---|------|---|--------|---------------|----------|---|---|---|
| 1. Title of Secu   | ırity (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   |        |               |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |                  |  |   | Code | v | Amount | (A) or<br>(D) | Price    | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150. 4)   |
| Common Sto   | ock              | 12/15/2017                                 |   | Р    |   | 4,524  | A             | \$4.6696 | 4,524   | D   |   |
| Common Sto   | ock              | 12/15/2017                                 |   | Р    |   | 7,476  | A             | \$4.6646 | 12,000  | D   |   |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8) |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4 |           | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|---|---|---|-----------|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                                    | v | and 5<br>(A)  | ,)<br>(D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

Remarks:

Chief Executive Officer and Chief Investment Officer

# /s/ Mary Gallegly, Attorney-in-12/19/2017

\*\* Signature of Reporting Person Date

fact

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.