

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

**FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933**

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

| | | | |
|--|--|---|--|
| OMB APPROVAL OMB Number: 3235-0101 Expires: June 30, 2020 Estimated average burden hours per response 1.00 | | SEC USE ONLY DOCUMENT SEQUENCE NO. | |
| CUSIP NUMBER 67401P108 | | WORK LOCATION | |
| 1 (a) NAME OF ISSUER (Please type or print) OAKTREE SPECIALTY LENDING CORPORATION | | (b) IRS IDENT. NO. 26-1219283 | |
| 1 (d) ADDRESS OF ISSUER 333 South Grand Avenue | | (c) S.E.C. FILE NO. 1-33901 | |
| 2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD LEONARD TANNENBAUM | | (b) CITY Los Angeles | |
| 2 (b) RELATIONSHIP TO ISSUER Affiliate | | (c) ADDRESS STREET 620 SOUTH OCEAN BLVD | |
| 2 (c) CITY Los Angeles | | 2 (d) STATE CA | |
| 2 (e) ZIP CODE 90071 | | 2 (f) ZIP CODE 90071 | |
| 2 (g) AREA CODE 213 | | 2 (h) NUMBER 356-3521 | |
| 2 (i) STATE FL | | 2 (j) ZIP CODE 33462 | |

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3 (a) | 3 (b) | SEC USE ONLY | 3 (c) | 3 (d) | 3 (e) | 3 (f) | 3 (g) |
|---|--|---------------------------|---|---|--|--|---|
| Title of the Class of Securities To Be Sold | Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | Broker-Dealer File Number | Number of Shares or Other Units To Be Sold (See instr. 3(c)) | Aggregate Market Value (See instr. 3(d)) | Number of Shares or Other Units Outstanding (See instr. 3(e)) | Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.) | Name of Each Securities Exchange (See instr. 3(g)) |
| Common | Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza, 38th Fl. New York, NY 10004 | | 1,500,000 | 9,120,000 | 140,960,651 | 2/19/2021 | NASD |
| | | | | | | | |
| | | | | | | | |

INSTRUCTIONS:

- (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code
 - (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment |
|--------------------|-------------------|-----------------------------------|---|-------------------------------|-----------------|
| See Attached | | See Attached | See Attached | | |

INSTRUCTIONS:

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are sold:

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold |
|----------------------------|--------------------------|--------------|---------------------------|
| See Attached | See Attached | | See Attached |

REMARKS: The number of shares to be sold are based on the average weekly trading volume for the proceeding four weeks

INSTRUCTIONS:

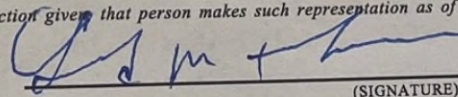
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates hereby represents by signing this notice that he does not know any material change in the current and prospective operations of the Issuer of the securities to be sold. If such person has adopted a written trading plan or given a written instruction under the Exchange Act, by signing the form and indicating the instruction given, that person makes such representation as of the date of the notice.

2/18/21

DATE OF NOTICE

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,
IF RELYING ON RULE 10b5-1



(SIGNATURE)

The notice shall be signed by the person for whose account the securities are sold. Any copies not manually signed shall be deemed to be copies of the notice.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (18 U.S.C. 1013)

Leonard Tannenbaum OCSL Lots to Sell

| SECURITY | QUANTITY | DATE ACQUIRED | PAYMENT DATE | UNIT COST (\$) | TOTAL COST (\$) | MARKET VALUE (\$) |
|--------------------------------|---------------|---------------|--------------|----------------|-----------------|-------------------|
| Oaktree Specialty Lending Corp | 375,263.000 | 12/31/2015 | 1/6/2016 | 6.317 | 2,370,514.02 | 2,281,599.04 |
| | 375,263.000 | 12/30/2015 | 1/5/2016 | 6.251 | 2,345,634.06 | 2,281,599.04 |
| | 168,389.000 | 12/29/2015 | 1/4/2016 | 6.237 | 1,050,249.00 | 1,023,805.12 |
| | 375,263.000 | 12/28/2015 | 12/31/2015 | 6.257 | 2,347,998.24 | 2,281,599.04 |
| | 205,822.000 | 12/24/2015 | 12/30/2015 | 6.373 | 1,311,714.63 | 1,251,397.76 |
| Sub Total | 1,500,000.000 | | | | | |

Leonard Tannenbaum OCSL Sales

| SECURITY | QUANTITY | SALE DATE | PROCEEDS |
|--------------------------------|---------------|------------|--------------|
| Oaktree Specialty Lending Corp | 40,674.000 | 12/17/2020 | 223,215.61 |
| | 50,000.000 | 12/16/2020 | 275,847.40 |
| | 63,800.000 | 12/15/2020 | 351,747.02 |
| | 14,900.000 | 12/14/2020 | 81,975.95 |
| | 400.000 | 12/11/2020 | 2,233.45 |
| | 2,500.000 | 12/10/2020 | 13,993.19 |
| | 2,600.000 | 12/9/2020 | 14,553.17 |
| | 87,796.000 | 12/8/2020 | 491,903.61 |
| | 15,923.000 | 12/7/2020 | 89,166.69 |
| | 43,203.000 | 12/4/2020 | 242,067.52 |
| | 9,879.000 | 12/3/2020 | 55,315.66 |
| | 35,200.000 | 12/2/2020 | 197,235.86 |
| | 40,753.000 | 12/1/2020 | 228,502.74 |
| | 173,161.000 | 11/30/2020 | 966,972.41 |
| | 187,962.000 | 11/25/2020 | 1,045,809.74 |
| | 169,659.000 | 11/24/2020 | 930,484.68 |
| | 200,000.000 | 11/23/2020 | 1,085,769.50 |
| | 157,648.000 | 11/20/2020 | 841,988.62 |
| | 108,054.000 | 11/18/2020 | 566,994.33 |
| Sub Total | 1,404,112.000 | | |