

MUHLEISEN ANGIE
Form 4
October 01, 2018

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MUHLEISEN ANGIE

2. Issuer Name and Ticker or Trading Symbol
NELNET INC [NNI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

C/O FARMERS & MERCHANTS INVESTMENT INC., 6801 SOUTH 27TH STREET

09/19/2018

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

LINCOLN, NE 68512

(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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class A Common Stock | 06/06/2012 | | G ⁽¹⁾⁽²⁾ | D | \$ 0 | 706,200 ⁽³⁾ ₍₄₎ | I By spouse |
| Class A Common Stock | 09/04/2012 | | G ⁽²⁾⁽⁵⁾ | D | \$ 0 | 2,428,797 ⁽³⁾ ₍₆₎ | D |
| Class A Common Stock | 02/07/2013 | | G ⁽²⁾⁽⁷⁾ | D | \$ 0 | 2,423,983 ⁽³⁾ ₍₆₎ | D |
| Class A Common Stock | 02/07/2013 | | G | D | \$ 0 | 693,362 ⁽³⁾ | I By |

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| | | | | | | | | | |
|----------------------|------------|--|---|---|-----------|---|------|---------------|--------|
| Common Stock | | | | | | | (4) | | spouse |
| Class A Common Stock | 09/19/2018 | | G | V | 1,755,000 | D | \$ 0 | 668,983 (6) | D |
| Class A Common Stock | 09/19/2018 | | G | V | 1,755,000 | A | \$ 0 | 2,448,362 (4) | I |
| Class A Common Stock | | | | | | | | 692,885 | I |
| Class A Common Stock | | | | | | | | 515,708 | I |
| Class A Common Stock | | | | | | | | 175,000 (8) | I |
| Class A Common Stock | | | | | | | | 175,000 (9) | I |
| Class A Common Stock | | | | | | | | 88,070 (10) | I |
| Class A Common Stock | | | | | | | | 174,930 (11) | I |
| Class A Common Stock | | | | | | | | 174,930 (12) | I |
| Class A Common Stock | | | | | | | | 88,070 (13) | I |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nature of Derivative Security Beneficially Owned |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|---|

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adjustment to the number of shares owned by the reporting person's spouse, the 52,982 shares for a gift to a charitable organization under Section 501(c)(3) of the Internal Revenue Code originally reported in a Form 4 filed by the reporting person on June 5, 2013, were transferred from shares held jointly by the reporting person and her spouse, rather than from the reporting person's spouse as originally reported; and (ii) a de minimis adjustment in this Form 4 to decrease the number of jointly owned shares by one share in order to correct the number of jointly owned shares.

- (7) This gift to a charitable organization under Section 501(c)(3) of the Internal Revenue Code was effected pursuant to a Rule 10b5-1 plan that was entered into by the reporting person on November 6, 2012.
- Shares held by a Dynasty Trust, of which the adult daughter of the reporting person is the initial beneficiary. The reporting person
- (8) continues to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.
- Shares held by a Dynasty Trust, of which the adult son of the reporting person is the initial beneficiary. The reporting person continues
- (9) to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.
- Shares held by the Alicia L. Muhleisen Irrevocable Trust dated 8/29/2003, of which the adult daughter of the reporting person is the
- (10) beneficiary. The reporting person continues to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.
- Shares held by the Jason D. Muhleisen Irrevocable Trust dated 8/29/2003, of which the adult son of the reporting person is the
- (11) beneficiary. The reporting person continues to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.
- Shares held by the A. Muhleisen Post-Annuity Irrevocable Trust dated 8/29/2003, of which the adult son of the reporting person is the
- (12) beneficiary. The reporting person continues to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.
- Shares held by the D. Muhleisen Post-Annuity Irrevocable Trust dated 8/29/2003, of which the adult daughter of the reporting person is
- (13) the beneficiary. The reporting person continues to report beneficial ownership of all the shares held by the trust, but disclaims beneficial ownership of the shares held by the trust except to the extent of the reporting person's pecuniary interest therein.

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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