

FORM 3

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

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person * Dunlap Matthew W (Last) (First) (Middle)	2. Date of Event Requiring Statement (MM/DD/YYYY) 3/17/2022	3. Issuer Name and Ticker or Trading Symbol NELNET INC [NNI]
121 SOUTH 13TH STREET, SUITE 100 (Street)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Business Develop. Off. /	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
LINCOLN, NE 68508 (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY) 3/17/2022	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock	9631	D	
Class B Common Stock	100	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

Remarks:

This amendment is being filed solely to reflect additional shares of the issuer's Class A common stock directly held by the reporting person that were inadvertently omitted from the original filing. Such additional shares consist of 2,250 shares of Class A common stock granted by the issuer to the reporting person prior to March 17, 2022, and 14 shares of Class A common stock acquired by the reporting person pursuant to the issuer's dividend reinvestment plan as a result of the issuer's payment of a dividend on March 15, 2022.

This Form 3 excludes certain shares of the issuer held by various estate planning trusts and by a family limited liability company in which the reporting person has an interest by virtue of being a beneficiary of various trusts, but with respect to which shares the reporting person does not have or share investment control, because the reporting person does not have or share investment or dispositive power or voting power, and thus the reporting person is not deemed to beneficially own such shares for purposes of Section 16(a) of the Securities Exchange Act of 1934.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dunlap Matthew W 121 SOUTH 13TH STREET SUITE 100	X		Chief Business Develop. Off.	

LINCOLN, NE 68508				
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Signatures

/s/ Audra Hoffschneider, Attorney-in-Fact for Matthew W. Dunlap

—**Signature of Reporting Person

3/29/2022

Date

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 5(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 control number.