

London Interbank Offered Rate (LIBOR) Transition for Mississippi Higher Education Assistance Corporation (MHEAC) Student Loan Asset-Backed Notes, Series 2014 A-1 (cusip 60535YAA1) and B-1 (cusip 60535YAB9)

In anticipation of the June 30, 2023 cessation of the remaining U.S. dollar settings for LIBOR, Congress passed the Adjustable Interest Rate (LIBOR) Act on March 15, 2022, which provides for the following:

1. A Secured Overnight Financing Rate (SOFR)-based benchmark replacement framework for existing LIBOR contracts such as MHEAC's that either lack or contain inadequate fallback provisions;
2. The Board of Governors of the Federal Reserve to identify a SOFR-based statutory replacement rate;
3. For 1-month LIBOR contracts such as MHEAC's, a tenor spread adjustment of .11448% added to the SOFR-based statutory replacement rate;
4. The use of 30-day average SOFR plus .11448% as the rate to calculate special allowance payments on certain Federal Family Education Loan Program (FFELP) assets;
5. A legal safe harbor from claims relating to the selection or use of the identified statutory replacement rate.

The Board of Governors of the Federal Reserve issued its final rule to implement the LIBOR Act effective February 27, 2023. The final rule establishes specific benchmark replacement conforming changes which become an integral part of LIBOR contracts. For FFELP Asset-Backed Security LIBOR contracts such as MHEAC's, in place of one-month LIBOR, the benchmark replacement was determined to be 30-day average SOFR plus the tenor spread adjustment of .11448%.

The first scheduled 30-day average SOFR rate determination date for MHEAC is July 21, 2023. The first scheduled 30-day average SOFR rate interest accrual period for MHEAC begins on July 25, 2023. The interest rate on the Notes for this interest accrual period and subsequent interest accrual periods will be 30-day average SOFR on the applicable determination date plus .11448% plus the existing, original margins of:

- (i) .68% with respect to the Series 2014 A-1 Notes; and
- (ii) 1.00% with respect to the Series 2014 B-1 Notes, subject in the case of the Series 2014 B-1 Notes, to the Series B Interest Cap and the Series B Interest Subordination Trigger Event described in the Indenture.