SLM CORP Form 4 June 27, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB 33

Number: 3235-0287

Synings January 31,

Expires: 2005
Estimated average

0.5

OMB APPROVAL

burden hours per response...

5. Relationship of Reporting Person(s) to

Form filed by More than One Reporting

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

(State)

(Zip)

Franke Mary Carter Warren Issuer Symbol SLM CORP [SLM] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X__ Director 10% Owner Officer (give title Other (specify 300 CONTINENTAL DRIVE 06/26/2014 below)

2. Issuer Name and Ticker or Trading

(Street)
4. If Amendment, Date Original
5. Individual or Joint/Group Filing(Check
Filed(Month/Day/Year)
4. If Amendment, Date Original
5. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person

NEWARK, DE 19713

(City)

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

Person

							- · · -	*	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securitie	es		5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Disposed of (D)			Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4	and:	5)	Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					/ A \		Reported		
					(A)		Transaction(s)		
			C 1 W		or	ъ.	(Instr. 3 and 4)		
			Code V		(D)	Price			
Common Stock	06/26/2014		A	6,053	A	\$0	6,053	D	
Stock				<u>` ´</u>					

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

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.

SEC 1474

(9-02)

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

Edgar Filing: SLM CORP - Form 4

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisal Expiration Date		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Teal)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Yea e	ar)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Ex Exercisable Da	•	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Franke Mary Carter Warren 300 CONTINENTAL DRIVE NEWARK, DE 19713	X						

Signatures

/s/ Nicolas Jafarieh (POA) for Mary Carter Warren
Franke

06/27/2014

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).

The reporting person received shares of restricted common stock, issued pursuant to the terms of the SLM Corporation 2012 Omnibus (1) Incentive Plan Independent Director Restricted Stock Agreement (the "2014 Agreement") in partial payment of the annual retainer to independent directors. The restricted common stock award is subject to vesting upon the terms set forth in the 2014 Agreement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.

Reporting Owners 2