

SLM CORP
Form 3
June 30, 2014

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,
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 *

Â Rocha Charles P

(Last) (First) (Middle)

300 CONTINENTAL DRIVE

(Street)

NEWARK,Â DEÂ 19713

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/26/2014

3. Issuer Name and Ticker or Trading Symbol
SLM CORP [SLM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
SVP & Chief Marketing Officer

5. 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

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)

Common Stock

74,347.5415

D Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

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

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable Expiration Date

Title Amount or Number of

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				Shares		(I) (Instr. 5)	
Stock Options (Right to Buy)	Â (1)	02/03/2017	Common Stock	32,727	\$ 5.7343	D	Â
Stock Options (Right to Buy)	Â (2)	02/07/2018	Common Stock	42,572	\$ 6.4228	D	Â
Stock Options (Right to Buy)	Â (3)	09/28/2019	Common Stock	46,500	\$ 3.1558	D	Â
Stock Options (Right to Buy)	Â (4)	01/27/2021	Common Stock	35,000	\$ 5.243	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rocha Charles P 300 CONTINENTAL DRIVE NEWARK,Â DEÂ 19713	Â	Â	Â SVP & Chief Marketing Officer	Â

Signatures

/s/ Nicolas Jafarieh (POA) for Charles P. Rocha 06/30/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Two-thirds of these options became exercisable on each of February 3, 2013 and February 3, 2014 respectively. The remaining one-third of these options will become exercisable on February 3, 2015.
- (2) One-third of these options became exercisable on February 7, 2014. The next one-third of these options will become exercisable on February 7, 2015. The remaining one-third of these options will become exercisable on February 7, 2016.
- (3) One-third of these options became exercisable on September 28, 2010. The next one-third of these options became exercisable on September 28, 2011. The remaining one-third of these options became exercisable on September 28, 2012.
- (4) One-third of these options became exercisable on January 27, 2012. The next one-third of these options became exercisable on January 27, 2013. The remaining one-third of these options became exercisable on January 27, 2014.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.