



Edgar Filing: SLM CORP - Form 4

**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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 45.41	01/25/2007		A	300,000	(3) 01/25/2017	Common Stock 300,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FITZPATRICK THOMAS J 12061 BLUEMONT WAY RESTON, VA 20190			CEO	

## Signatures

By: Mary F. Eure  
(POA) 01/25/2007

\_\_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).

- (1) These Restricted Stock Units vest May 31, 2008 and are converted into common stock following Mr. Fitzpatrick's termination of employment. Units are settled in the Company's common stock.
- (2) Includes shares acquired through dividend reinvestments.

These options are exercisable after price-vesting and time-vesting targets are met, but no earlier than May 31, 2009. The price-vesting target is a 25 percentage increase over the fair market value of the options on the date of grant and must be sustained for five consecutive trading days. The options will ultimately vest on January 25, 2015.

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.