Edgar Filing: Puleo Frank C - Form 4

Puleo Frank (C									
Form 4	2012									
February 07,										
FORM	4 UNITED S	TATES SECUR				NGE	COMMISSION		9PROVAL 3235-0287	
Check this box if no longer subject to Section 16. Securities Securities							Expires: Estimated a burden hou response	irs per		
(Print or Type R	esponses)									
1. Name and Ad Puleo Frank	Symbol	2. Issuer Name and Ticker or Trading Symbol SLM CORP [SLM]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M	(iddle) 3. Date of	Earliest Tra	ansaction			(Chec	к ан аррисаов	2)	
300 CONTIN	NENTAL DRIVE	(Month/D 02/03/20	-				X_ Director Officer (give below)		6 Owner er (specify	
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEWARK, I	DE 19713							More than One Ro		
(City)	(State) (Zip) Tabl	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (D))	Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	02/03/2012		Code V A	Amount 3,439 (1)		Price \$ 0	(Instr. 3 and 4) 39,089	D		

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.

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

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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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S ((
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 15.99	02/03/2012		А	13,994	<u>(1)</u>	02/03/2017	Common Stock	13,994	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Puleo Frank C 300 CONTINENTAL DRIVE NEWARK, DE 19713	Х							
Signatures								
/s/ Carol R. Rakatansky (POA) Puleo	к С.	02/07/2012						
**Signature of Reporting Per		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).

Represents annual grant of equity awards to a non-employee director. The restricted stock and stock options will vest if the non-employee (1) director is re-elected as a director at the Company's 2012 annual meeting of shareholders, which meeting is currently scheduled for May 2012.

Remarks:

Exhibit 24 - Power of 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.