SEC Form 4

Instruction 1(b).

FORM 4

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

OMB APPROVAL

| OMB Number: | 3235-0287 |
|----------------------|-----------|
| Estimated average bu | urden |
| hours per response: | 0.5 |

| Check this box if no longer subject | STATEMENT OF CHANGES IN BENEFICIAL | OWNERSHIP |
|-------------------------------------|------------------------------------|-----------|
| to Section 16. Form 4 or Form 5 | | |
| obligations may continue. See | | |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person [*] Jafarieh Nicolas | | | 2. Issuer Name and Ticker or Trading Symbol <u>SLM Corp</u> [SLM] | (Chec | ationship of Reporting Per k all applicable) Director | 10% Owner |
|--|-----------------------|--------------------|---|-----------------------|--|--------------------------|
| (Last) 300 CONTIN | 300 CONTINENTAL DRIVE | | 3. Date of Earliest Transaction (Month/Day/Year) 05/17/2024 | X | Officer (give title below) EVP -Legal, Govt, C | Other (specify below) |
| (Street) NEWARK | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) X | ividual or Joint/Group Filin Form filed by One Rep Form filed by More that Person | orting Person |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication X Check this box to indicate that a transaction was made pursuant satisfy the affirmative defense conditions of Rule 10b5-1(c). See | | | n that is intended to |
| | Та | hlo I - Non-Doriva | tive Securities Acquired Disposed of or Benef | Ficially | (Owned | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--------|---------------|---------|---|---------------------------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock | 05/17/2024 | | S ⁽¹⁾ | | 2,419 | D | \$21.19 | 183,086.9466 ⁽²⁾ | D | |

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. Transa Code (8) | | of E | | 6. Date Exerc Expiration Da (Month/Day/N | Amount of Securities | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|------|-----|--|-------------------------|-------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. The transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan previously adopted by the reporting person on February 13, 2024.

2. Includes Dividend Equivalent Units in connection with restricted stock units held by the reporting person.

Remarks:

<u>/s/ Jeffrey Lipschutz (POA)</u> for Nicolas Jafarieh

05/21/2024

** Signature of Reporting Person Date

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

* 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).

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

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 Number.