Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-028								
Estimated average burden								
hours per response	. 05							

				or Se	ection 30(h) of the I	nvestme	ent Co	mpany Act of	1940				
Name and Address of Reporting Person*     VIEIRA DONNA F					suer Name <b>and</b> Tick M Corp [ SLM		rading	Symbol		(Chec	ationship of Reportir k all applicable) Director	10% (	Owner
(Last) (First) (Middle) 300 CONTINENTAL DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 02/05/2022						X	below)	Other (specify below)		
(Street)  NEWARK  DE  19713  (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Ind Line)	1 '					
	Та	ble I - No	n-Derivat	ive S	Securities Acc	uired	, Dis	posed of,	or Be	neficially	y Owned		
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day			Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111501.4)
Common Stock 02/05/20			)22		F		1,190(1)	D	\$19.94	59,431.9969 <sup>(2)</sup>	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration Date (Month/Day/Year)	Amou Secu Unde Deriv	rlying ative rity (Instr.	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)
								Amount or				

## **Explanation of Responses:**

(D)

Date

Exercisable

Expiration

Title

Shares

Date

## Remarks:

/s/ Jeffrey Lipschutz (POA) 02/08/2022 for Donna F. Vieira

\*\* 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).

Code

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.

<sup>1.</sup> On February 5, 2021, the reporting person was granted restricted stock units ("RSUs") representing rights to receive shares of Common Stock of SLM Corporation (the "Company"), subject to vesting conditions, to vest in one-third increments on February 5, 2022, 2023, and 2024. On February 5, 2022, 3,843 shares vested in connection with these RSUs, of which 1,190 shares were withheld by the Company to satisfy the reporting person's tax withholding obligations.

<sup>2.</sup> Includes Dividend Equivalent Units issued in connection with RSUs held by the Reporting Person.