FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-02							

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## Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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1. Name and Address of Reporting Person*  GOODE EARL A						2. Issuer Name and Ticker or Trading Symbol SLM CORP [ SLM ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
GOODE EARL A					$I^{-}$				-						X	Directo	or		10% C	wner		
(Last) (First) (Middle) 300 CONTINENTAL DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 06/22/2017											Officer below)	r (give title )		Other below)	(specify		
					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable						
(Street) NEWARK DE 19713																X Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(St	ate) (	Zip)													Perso				g		
		Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	eficia	ally C	wne	d					
1. Title of Security (Instr. 3)  2. Transposite (Month/L					ar) E	2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispos		Disposed	rities Acquired (A ed Of (D) (Instr. 3,			4 and Se		Securities Beneficially		ership Direct ndirect :. 4)	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 06/2						2/2017			A		7,373 <sup>(1)</sup> A		\$	86,866		,866	Γ	)				
		Та									sed of, onvertib				y Ow	ned						
1. Title of Derivative Security (Instr. 3)	erivative Conversion Date curity or Exercise (Month/Day/Year)			n Date, ay/Year)	Date, Transaction Code (Instr.			vative rities ired rosed ) 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Exercisable Date			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)  Amoun or Numbe of Title Shares			nt er		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owr Fori Dire or Ir (I) (I	nership m: ect (D) ndirect nstr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

## **Explanation of Responses:**

1. The reporting person received shares of restricted common stock, issued pursuant to the terms of the SLM Corporation 2012 Omnibus Incentive Plan - 2017 Independent Director Restricted Stock Agreement (the "2017 Agreement") in partial payment of the annual retainer to independent directors. The restricted common stock award is subject to vesting upon the terms set forth in the 2017 Agreement.

/s/ Nicolas Jafarieh (POA) for

06/26/2017

Earl A. Goode

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.