SEC Form 4

FORM 4

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

OMB APPROVAL

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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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 I. Marie and Address of Reporting Leson				uer Name and Tick <u>A Corp</u> [SLM	•	Symbol	(Chec	lationship of Reporting Person(s) to Issuer ck all applicable) Director 10% Owner Officer (give title Other (speci		
(Last) 300 CONTIN	(First) ENTAL DRIVI	(Middle) ∃		e of Earliest Trans 5/2023	action (Month/	Day/Year)	X	Officer (give title below) EVP & Chief Co	below)
(Street)			4. If A	mendment, Date o	f Original Filed	l (Month/Day/Year)	6. Indi Line)	vidual or Joint/Grou	p Filing (Check	Applicable
NEWARK	DE	19713					X	Form filed by On Form filed by Mo		
(City)	(State)	(Zip)						Person		
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Dis	oosed of, or Benet	icially	/ Owned		
Date			2. Transaction Date (Month/Day/Vear)	2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A Disposed Of (D) (Instr. 3,		5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial

	(Month/Day/Year)	if any (Month/Day/Year)		Code (Instr. 5) 8)					(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	02/05/2023		F		1,223(1)	D	\$15.14	77 , 394.36 ⁽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 Expiration		Expiration Da	6. Date Exercisable and Expiration Date (Month/Day/Year)			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. 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, 2023, 3,947 shares vested in connection with these RSUs, of which 1,223 shares were withheld by the Company to satisfy the reporting person's tax withholding obligations.

2. Includes Dividend Equivalent Units in connection with RSUs held by the reporting person.

Remarks:

<u>/s/ Jeffrey Lipschutz (POA)</u> for Donna F. Vieira

02/07/2023

** 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.